

LIMITED PARTNERSHIP FUND ORDINANCE (Chapter 637)

In exercise of the power conferred on me under section 94 of the Limited Partnership Fund Ordinance (Chapter 637) ('the Ordinance') and section 32 of the Interpretation and General Clauses Ordinance (Chapter 1), I hereby specify the forms mentioned in the first column of the Schedule hereto for use with effect from 31 August 2020 for the purposes of the sections of the Ordinance mentioned opposite to the respective entries of the forms of the Schedule hereto.

The forms specified are hereby published for information.

SCHEDULE

Form		Section Number(s) of the Ordinance
Form Number	Name of Form	
LPF1	Application for Registration of Limited Partnership Fund	11
LPF2	Application for Registration of a Specified Fund as a Limited Partnership Fund	79
LPF3	Notification of Change of Name of Limited Partnership Fund	40
LPF4A	Notification of Change in Address, Location of Records and Investment Scope of Limited Partnership Fund	25 and 31
LPF4B	Notification of Change in Particulars of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund	23(6) and 25
LPF4C	Notification of Change of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund	23(6) and 25
LPF5	Annual Return of Limited Partnership Fund	24

<b>Form</b>		<b>Section Number(s) of the Ordinance</b>
Form Number	Name of Form	
LPF6	Notice of Court Order Restraining a Limited Partnership Fund from Use of Name	42(2)
LPF7	Application for Deregistration of Limited Partnership Fund	68
LPF8	Notification of Dissolution of Limited Partnership Fund	70(6)
LPF9	Notification of Resignation of Authorized Representative of Limited Partnership Fund	23(10)

24 July 2020

Ada L. L. CHUNG *Registrar of Companies*



公司註冊處  
Companies Registry

有限合夥基金註冊申請書  
Application for Registration of  
Limited Partnership Fund

表格  
Form

**LPF1**

註 Note

**6 1 有限合夥基金的建議名稱 Proposed Name of the Limited Partnership Fund**

建議英文名稱 Proposed English Name

建議中文名稱 Proposed Chinese Name

**7 2 有限合夥基金的建議註冊辦事處地址**

Proposed Address of the Registered Office of the Limited Partnership Fund

香港 / HONG KONG

(本處不接納「轉文」地址及郵政信箱號碼 "Care of" addresses and post office box numbers are not acceptable)

**3 有限合夥基金的建議投資範圍**

Proposed Investment Scope of the Limited Partnership Fund

**4 有限合夥基金的建議主要營業地點**

Proposed Principal Place of Business of the Limited Partnership Fund


國家／地區  
Country / Region

**5 電郵地址 Email Address**

請勿填寫本欄 For Official Use

表格  
Form

**LPF1**

**6 建議普通合夥人 Proposed General Partner**

(請填報 A 或 B 項 Please complete Part A or B)

**A. 建議普通合夥人(年滿 18 歲的自然人)**

**Proposed General Partner (Natural Person who is at least 18 years old)**

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

通訊地址  
Correspondence  
Address


國家／地區  
Country/Region

(本處不接納郵政信箱號碼 Post office box number is not acceptable)

電郵地址 Email Address

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身分證明 Identification

(a) 香港身分證號碼  
Hong Kong Identity Card Number

	( )
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(b) 護照  
Passport

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簽發國家／地區 Issuing Country/Region

號碼 Number

**B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)**

全名 Full Name

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中文 Chinese

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英文 English

建議普通合夥人是一—

Proposed General Partner is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

- ☐ 根據《公司條例》(第 622 章) 或《舊有公司條例》成立為法團的私人股份有限公司  
a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance
- ☐ 註冊非香港公司  
a registered non-Hong Kong company
- ☐ 根據《有限責任合夥條例》(第 37 章) 註冊的有限責任合夥  
a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37)
- ☐ 另一有限合夥基金(請同時填報 C 項)  
another limited partnership fund (Please also complete Part C)
- ☐ 具有法人資格的非香港有限責任合夥  
a non-Hong Kong limited partnership with a legal personality
- ☐ 不具有法人資格的非香港有限責任合夥(請同時填報 C 項)  
a non-Hong Kong limited partnership without a legal personality (Please also complete Part C)

地址  
Address


國家／地區  
Country/Region

電郵地址 Email Address

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**11 商業登記號碼 (請填報首 8 位數字)**

**Business Registration Number (Please provide the first 8 digits)**

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表格  
Form

# LPF1

6 建議普通合夥人 Proposed General Partner (續上頁 cont'd)

- 12 C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner  
(只適用於建議普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限責任合夥  
Only applicable where the proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)

- (請填報 a 或 b 項 Please complete item a or b)  
a. 建議獲授權代表 (年滿 18 歲的香港居民)  
Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)

全名 Full Name

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14 通訊地址  
Correspondence Address

香港 / HONG KONG

(本處不接納郵政信箱號碼 Post office box number is not acceptable)

電郵地址 Email Address

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香港身分證號碼  
Hong Kong Identity Card Number

	( <table border="1"><tr><td></td></tr></table> )	

13 本人同意在基金獲註冊為有限合夥基金起擔任其獲授權代表。  
I consent to be the authorized representative of the limited partnership fund with effect from the registration of the fund.

簽署 Signed : \_\_\_\_\_  
全名 Name : \_\_\_\_\_

- b. 建議獲授權代表 (公司 / 註冊非香港公司)  
Proposed Authorized Representative (Company / Registered Non-Hong Kong Company)  
建議獲授權代表是 —  
Proposed Authorized Representative is —  
請在適用的空格內加上 ✓ 號 Please tick the relevant box

<input type="checkbox"/> 公司 a company	<input type="checkbox"/> 註冊非香港公司 a registered non-Hong Kong company
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全名 Full Name

中文 Chinese
英文 English

14 地址  
Address

香港 / HONG KONG

電郵地址 Email Address

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商業登記號碼 (請填報首 8 位數字)  
Business Registration Number (Please provide the first 8 digits)

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13 我們同意在基金獲註冊為有限合夥基金起擔任其獲授權代表。  
We consent to be the authorized representative of the limited partnership fund with effect from the registration of the fund.

簽署 Signed : \_\_\_\_\_  
全名 Name : \_\_\_\_\_ 身分 Capacity : \_\_\_\_\_

表格  
Form

# LPF1

15 7 建議投資經理 Proposed Investment Manager

(請填報 A 或 B 項 Please complete Part A or B)

A. 建議投資經理(年滿 18 歲的香港居民)

Proposed Investment Manager (Hong Kong Resident who is at least 18 years old)

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

香港身分證號碼

Hong Kong Identity Card Number

(  )

B. 建議投資經理(公司／註冊非香港公司)

Proposed Investment Manager (Company／Registered Non-Hong Kong Company)

建議投資經理是—

Proposed Investment Manager is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐ 公司  
a company

☐ 註冊非香港公司  
a registered non-Hong Kong company

全名 Full Name

中文 Chinese

英文 English

商業登記號碼(請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

16 8 建議負責人 Proposed Responsible Person

A. 建議負責人是—

Proposed Responsible Person is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐ 認可機構  
an authorized institution

☐ 持牌法團  
a licensed corporation

☐ 會計專業人士  
an accounting professional

☐ 法律專業人士  
a legal professional

(請填報 B 或 C 項 Please complete Part B or C)

B. 建議負責人(自然人)

Proposed Responsible Person (Natural Person)

全名 Full Name

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中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

17 身分證明 Identification

(a) 香港身分證號碼

Hong Kong Identity Card Number

(  )

(b) 護照

Passport

簽發國家／地區 Issuing Country／Region

號碼 Number

表格  
Form

LPF1

8 建議負責人 Proposed Responsible Person (續上頁 Cont'd)

C. 建議負責人(非自然人的實體)  
Proposed Responsible Person (Entity other than a natural person)

全名 Full Name

中文 Chinese

英文 English

商業登記號碼(請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

18 9 呈交人資料 Presentor's Information

本申請書由下述香港律師行／律師代表建議普通合夥人呈交—

This application is submitted on behalf of the proposed general partner by the following Hong Kong law firm/  
solicitor—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐ 香港律師行  
Hong Kong law firm

☐ 律師  
Solicitor

全名 Full Name

中文 Chinese

英文 English

地址

Address

  
  
  

香港／HONG KONG

電話 Telephone

傳真 Fax

電郵 Email

商業登記號碼

Business Registration Number

(只供以獨資經營形式執業的律師填報，否則，請填上「不適用」 Only applicable where the solicitor is practising in sole proprietorship. Otherwise, please state 'Not Applicable')

呈交人編號(如有的話)

Presentor's Reference No. (if any)

# 表格 Form

# LPF1

## 10 聲明及陳述 Declaration and Statement

下方簽署人，即本申請的申請人(下稱「有關申請人」)，現作出以下聲明、承諾及陳述—  
The undersigned, being the applicant of this application ("the Applicant"), hereby makes the following declaration, undertaking and statements—

請在下列(b)及(c)項適用的空格內加上 ✓ 號 Please tick the relevant boxes in items(b) and (c) below

- (a) 有關基金擬設立為有限合夥基金。

The fund is intended to be set up as a limited partnership fund.

- (b) ☐ 有關基金符合《有限合夥基金條例》(第 637 章)(下稱「該條例」)第 7 條的資格規定。

The fund meets the eligibility requirements in section 7 of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance").

- ☐ 除《有限合夥基金條例》(第 637 章)(下稱「該條例」)第 7(1)(i)條外，有關基金符合該條例第 7 條的資格規定。有關基金所有的建議合夥人，均屬同一公司集團之中的法團。有關申請人明白，如有關基金獲註冊為有限合夥基金，而在該基金根據該條例第 13 條獲發註冊證明書之日的第 2 個周年日後，該基金所有的合夥人均屬同一公司集團之中的法團，則公司註冊處處長可從《基金登記冊》剔除該基金的名稱。

Except for section 7(1)(i), the fund meets the eligibility requirements in section 7 of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance"). All the proposed partners in the fund are corporations in the same group of companies. The Applicant understands that if the fund is registered as a limited partnership fund, the Registrar of Companies may strike the name of the fund off the LPF Register if all the partners in the fund are corporations in the same group of companies after the second anniversary of the date on which its certificate of registration is issued under section 13 of the Ordinance.

- (c) ☐ 有關基金根據該條例第 29 條保存的所有紀錄會保存於本申請表第 2 項提述的辦事處。

All the records that the fund will be required to keep under section 29 of the Ordinance will be kept in the office referred to in section 2 of this application.

- ☐ 有關基金根據該條例第 29 條保存的紀錄會保存於其建議註冊辦事處以外的下述香港的地方—

The records that the fund will be required to keep under section 29 of the Ordinance will be kept in the following place(s) in Hong Kong other than its proposed registered office—

香港 / HONG KONG

(如紀錄會分別保存於不同地方，請清楚述明 If the records will be separately kept in different places, please indicate clearly)

- (d) 有關申請人明白，在本申請中作出在要項上屬虛假、具誤導性或具欺騙性的陳述，即屬犯罪。  
The Applicant understands that it is an offence to make a statement in this application that is false, misleading or deceptive in a material respect.

## 5 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

建議普通合夥人  
Proposed General Partner

日期 Date :

日 DD / 月 MM / 年 YYYY

**《有限合夥基金條例》(香港法例第 637 章)  
第 11 條規定交付的**

**有限合夥基金註冊申請書**

**填表須知 — 表格 LPF1**

**附註**

**引言**

1. 本表格是用以向公司註冊處處長(「處長」)申請將基金註冊為有限合夥基金。
2. 請劃一以中文或英文填報各項所需資料。如以中文填報，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按《有限合夥基金條例》(「該條例」)規定交付處長。

**費用**

4. 本表格必須連同正確的註冊費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合夥基金的註冊》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

5. 本表格必須由基金的建議普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該建議普通合夥人是自然人，本表格必須由該人簽署。
  - (b) 如該建議普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該建議普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該建議普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，本表格必須由該有限責任合夥的普通合夥人簽署，並填上簽署人的全名及身分。
  - (e) 如該建議普通合夥人是另一有限合夥基金，本表格必須由該另一基金的普通合夥人或(如適用)該另一基金的獲授權代表簽署，並填上簽署人的全名及身分。
  - (f) 如該建議普通合夥人是具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的普通合夥人簽署，並填上簽署人的全名及身分。
  - (g) 如該建議普通合夥人是不具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的普通合夥人簽署，並填上簽署人的全名及身分。

**有限合夥基金的建議名稱 (第 1 項)**

6. 有限合夥基金須有一個英文名稱；一個中文名稱；或一個包含英文名稱及中文名稱的名稱。基金的英文名稱的最後三個字須為“Limited Partnership Fund”或最後一個字須為“LPF”。而中文名稱的最後六個字須為「有限合夥基金」。有關有限合夥基金的名稱的規定及限制，請參閱該條例第 8 及第 9 條。

**有限合夥基金的建議註冊辦事處地址 (第 2 項)**

7. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址及郵政信箱號碼。建議地址自基金獲註冊起，須視作基金的註冊辦事處地址，直至有就該地址的更改通知(表格 LPF4A)根據該條例第 25 條送交處長存檔為止。

### 建議普通合夥人 (第 6 項)

8. 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人，普通合夥人必須是—
- (a) 年滿 18 歲的自然人；
  - (b) 根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司；
  - (c) 註冊非香港公司；
  - (d) 根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥；
  - (e) 有限合夥基金；
  - (f) 具有法人資格的非香港有限責任合夥；或
  - (g) 不具有法人資格的非香港有限責任合夥。
9. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證，請填報其所持有的任何護照的號碼及簽發國家／地區。
10. 請填報屬非自然人的普通合夥人的地址。
- (a) 如建議普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，請填報其註冊辦事處地址。
  - (b) 如建議普通合夥人是註冊非香港公司，請填報其在香港的主要營業地點地址。
  - (c) 如建議普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，請填報其主要營業地點地址。
  - (d) 如建議普通合夥人是另一有限合夥基金，請填報其註冊辦事處地址。
  - (e) 如建議普通合夥人是具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
  - (f) 如建議普通合夥人是不具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
11. 如建議普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話，請在此欄填上「無」。
12. (a) 如有限合夥基金的建議普通合夥人是另一有限合夥基金，或是不具有法人資格的非香港有限責任合夥，該普通合夥人須委任一名人士為基金的獲授權代表，以負責該基金的管理及控制。該獲授權代表必須是—
- (i) 年滿 18 歲的香港居民；
  - (ii) 公司；或
  - (iii) 註冊非香港公司。
- (b) 建議獲授權代表自基金獲註冊起，須視為該基金的獲授權代表，直至有就該獲授權代表的更改通知(表格 LPF4C)根據該條例第 23(6)條送交處長存檔為止。
13. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
- (a) 如建議獲授權代表是公司，必須由該公司的一名董事或公司秘書簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
  - (b) 如建議獲授權代表是註冊非香港公司，必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
14. 請填報建議獲授權代表的地址。
- (a) 如建議獲授權代表是香港居民，請填報其通訊地址，該地址不得為郵政信箱號碼。
  - (b) 如建議獲授權代表是公司，請填報其註冊辦事處地址。
  - (c) 如建議獲授權代表是註冊非香港公司，請填報其在香港的主要營業地點地址。

### 建議投資經理 (第 7 項)

15. (a) 基金的普通合夥人須委任一名投資經理，以執行基金的日常投資管理職能。該名投資經理必須是—
- (i) 年滿 18 歲的香港居民；
  - (ii) 公司；或
  - (iii) 註冊非香港公司。
- (b) 建議投資經理自該基金獲註冊起，須視為獲委任為該基金的投資經理，直至有就該投資經理的更改通知(表格 LPF4C)根據該條例第 25 條送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件，亦可以同時擔任投資經理。

### 建議負責人 (第 8 項)

16. (a) 基金的普通合夥人須委任一名負責人，以執行《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 2 所列的措施。該名負責人必須是—
- (i) 認可機構；
  - (ii) 持牌法團；
  - (iii) 會計專業人士；或
  - (iv) 法律專業人士。
- 認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 1 第 2 部第 1 條所給予的涵義。
- (b) 建議負責人自該基金獲註冊起，須視為獲委任為該基金的負責人，直至有就該負責人的更改通知(表格 LPF4C)根據該條例第 25 條送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為負責人的其中一項條件，亦可以同時擔任負責人。
17. 請填報屬自然人的負責人的香港身分證號碼。如該人沒有香港身分證，請填報其所持有的任何護照的號碼及簽發國家／地區。

### 呈交人資料 (第 9 項)

18. 將基金註冊為有限合夥基金的申請須由香港律師行或律師代表建議普通合夥人呈交。香港律師行(Hong Kong firm)及律師(solicitor)具有《法律執業者條例》(第 159 章)第 2(1)條所給予的涵義。

### 根據該條例第 29 條須保存的紀錄 (第 10(c)項)

19. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其他地方，保存以下紀錄—
- (i) 基金的財務報表，而該報表是由根據該條例第 21 條委任的核數師審計的；
  - (ii) 合夥人紀錄冊；
  - (iii) 就基金的客戶(包括基金的有限責任合夥人)而言—《打擊洗錢及恐怖分子資金籌集條例》(第 615 章)附表 2 第 20(1)(b)條描述的文件、紀錄及檔案；
  - (iv) 基金進行的每項交易的文件及紀錄；及
  - (v) 基金的每名合夥人的控權人。
- (b) 關於保存紀錄的規定，請參閱該條例第 28 及 29 條。
- (c) 如紀錄的保存地點有任何更改，基金的普通合夥人須根據該條例第 31 條將有關更改的通知(表格 LPF4A)送交處長存檔。

**APPLICATION FOR REGISTRATION OF  
LIMITED PARTNERSHIP FUND**

**For the purposes of section 11 of Limited Partnership Fund Ordinance (Cap. 637)**

**Notes for Completion of Form LPF1**

**Introduction**

1. This form should be used for applying to the Registrar of Companies (the Registrar) for registration of a fund as a limited partnership fund.
2. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance (the Ordinance).

**Fee**

4. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Registration of a Limited Partnership Fund' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

**Signature**

5. This form must be signed by the proposed general partner in the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the proposed general partner is a natural person, this form must be signed by the person.
  - (b) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the proposed general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the proposed general partner is another limited partnership fund, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
  - (f) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (g) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

### **Proposed Name of the Limited Partnership Fund (Section 1)**

6. A limited partnership fund must have an English name; a Chinese name; or a name consisting of both an English name and a Chinese name. The English name of the fund must end with the last 3 words "Limited Partnership Fund" or the last word "LPF". The Chinese name must end with the last 6 characters "有限合伙基金". Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

### **Proposed Address of the Registered Office of the Limited Partnership Fund (Section 2)**

7. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, 'care of' addresses and post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

### **Proposed General Partner (Section 6)**

8. Please provide the particulars of the proposed general partner. A limited partnership fund must have one general partner. The general partner in the fund must be—
  - (a) a natural person who is at least 18 years old;
  - (b) a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance;
  - (c) a registered non-Hong Kong company;
  - (d) a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37);
  - (e) a limited partnership fund;
  - (f) a non-Hong Kong limited partnership with a legal personality; or
  - (g) a non-Hong Kong limited partnership without a legal personality.
9. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.
10. Please provide the address of the proposed general partner (other than natural person).
  - (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, please provide the address of its registered office.
  - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
  - (c) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), please provide the address of its principal place of business.
  - (d) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
  - (e) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
  - (f) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
11. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.

12. (a) If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be —
- (i) a Hong Kong resident who is at least 18 years old;
  - (ii) a company; or
  - (iii) a registered non-Hong Kong company.
- (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
13. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
- (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
14. Please provide the address of the proposed authorized representative of the limited partnership fund.
- (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
  - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
  - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

#### **Proposed Investment Manager (Section 7)**

15. (a) The general partner in the fund must appoint a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be —
- (i) a Hong Kong resident who is at least 18 years old;
  - (ii) a company; or
  - (iii) a registered non-Hong Kong company.
- (b) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

#### **Proposed Responsible Person (Section 8)**

16. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be —
- (i) an authorized institution;
  - (ii) a licensed corporation;
  - (iii) an accounting professional; or
  - (iv) a legal professional.

Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615).

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
  - (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.
17. Please provide the Hong Kong Identity Card number of the responsible person who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.

**Presenter's Information (Section 9)**

18. The application for registration of a fund as a limited partnership fund must be submitted on behalf of the proposed general partner by a Hong Kong firm or a solicitor. Hong Kong firm (香港律師行) and solicitor (律師) have the meanings given by section 2(1) of the Legal Practitioners Ordinance (Cap. 159).

**Records that are required to be kept under section 29 of the Ordinance (Section 10(c))**

19. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
- (i) the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
  - (ii) a register of partners;
  - (iii) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615);
  - (iv) documents and records of each transaction carried out by the fund; and
  - (v) the controller of each of the partners in the fund.
- (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
- (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance.



公司註冊處  
Companies Registry

將指明基金註冊為  
有限合夥基金的申請書  
Application for Registration of  
a Specified Fund as a  
Limited Partnership Fund

表格  
Form

LPF2

註 Note

- 7 1 擬註冊為有限合夥基金的指明基金的名稱及編號  
Name and Number of the Specified Fund for Registration as a Limited Partnership Fund

A. 名稱 Name

中文名稱 Chinese Name	

英文名稱 English Name

- 8 B. 編號 Number

(a) 編號

Number

(b) 商業登記號碼

Business Registration Number

- 9 2 有限合夥基金的建議名稱 Proposed Name of the Limited Partnership Fund

建議中文名稱 Proposed Chinese Name

建議英文名稱 Proposed English Name

- 10 3 有限合夥基金的建議註冊辦事處地址

Proposed Address of the Registered Office of the Limited Partnership Fund

香港 / HONG KONG

(本處不接納「轉文」地址及郵政信箱號碼 "Care of" addresses and post office box numbers are not acceptable)

- 4 有限合夥基金的建議投資範圍

Proposed Investment Scope of the Limited Partnership Fund

- 5 有限合夥基金的建議主要營業地點

Proposed Principal Place of Business of the Limited Partnership fund


國家 / 地區  
Country / Region

- 6 電郵地址 Email Address

- 3 提交人資料 Presentor's Reference

姓名 / 名稱 Name:

地址 Address:

電話 Tel:

電郵 Email:

編號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

表格  
Form

LPF2

11 7 建議普通合夥人 Proposed General Partner

(請填報 A 或 B 項 Please complete Part A or B)

A. 建議普通合夥人(年滿 18 歲的自然人)

Proposed General Partner (Natural Person who is at least 18 years old)

全名 Full Name

--	--	--

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

通訊地址

Correspondence  
Address


國家／地區  
Country/Region

(本處不接納郵政信箱號碼 Post office box number is not acceptable)

電郵地址 Email Address

--

12 身分證明 Identification

(a) 香港身分證號碼

Hong Kong Identity Card Number

	( )
--	-----

(b) 護照

Passport

--	--

簽發國家／地區 Issuing Country/Region

號碼 Number

B. 建議普通合夥人(非自然人) Proposed General Partner (Other than Natural Person)

全名 Full Name

--

中文 Chinese

--

英文 English

建議普通合夥人是—

Proposed General Partner is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

- ☐ 根據《公司條例》(第 622 章) 或《舊有公司條例》成立為法團的私人股份有限公司  
a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance
- ☐ 註冊非香港公司  
a registered non-Hong Kong company
- ☐ 根據《有限責任合夥條例》(第 37 章) 註冊的有限責任合夥  
a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37)
- ☐ 另一有限合夥基金 (請同時填報 C 項)  
another limited partnership fund (Please also complete Part C)
- ☐ 具有法人資格的非香港有限責任合夥  
a non-Hong Kong limited partnership with a legal personality
- ☐ 不具有法人資格的非香港有限責任合夥 (請同時填報 C 項)  
a non-Hong Kong limited partnership without a legal personality (Please also complete Part C)

13

地址

Address


國家／地區  
Country/Region

電郵地址 Email Address

--

14

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

--

表格 **LPF2**  
Form

**15 7 建議普通合夥人 Proposed General Partner** (續上頁 cont'd)

**C. 普通合夥人的建議獲授權代表 Proposed Authorized Representative of the General Partner**

(只適用於建議普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限責任合夥  
Only applicable where the proposed general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality)  
(請填報 a 或 b 項 Please complete item a or b)

**a. 建議獲授權代表(年滿 18 歲的香港居民)  
Proposed Authorized Representative (Hong Kong Resident who is at least 18 years old)**

全名 Full Name

--	--	--

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

**17**

通訊地址

Correspondence  
Address


香港 / HONG KONG

(本處不接納郵政信箱號碼 Post office box number is not acceptable)

電郵地址 Email Address

--

香港身分證號碼

Hong Kong Identity Card Number

--

( 



 )

**15**

本人同意在基金獲註冊為有限合夥基金起擔任其獲授權代表。

I consent to be the authorized representative of the limited partnership fund with effect from the registration of the fund.

簽署 Signed :

全名 Name :

--

**b. 建議獲授權代表(公司／註冊非香港公司)**

Proposed Authorized Representative (Company / Registered Non-Hong Kong Company)

建議獲授權代表是—

Proposed Authorized Representative is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐ 公司

a company

☐ 註冊非香港公司

a registered non-Hong Kong company

全名 Full Name

--

中文 Chinese

--

英文 English

**17**

地址

Address


香港 / HONG KONG

電郵地址 Email Address

--

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

--

**16**

我們同意在基金獲註冊為有限合夥基金起擔任其獲授權代表。

We consent to be the authorized representative of the limited partnership fund with effect from the registration of the fund.

簽署 Signed :

全名 Name :

身分 Capacity

--

表格  
Form

# LPF2

**18 8 建議投資經理 Proposed Investment Manager**

(請填報 A 或 B 項 Please complete Part A or B)

**A. 建議投資經理 (年滿 18 歲的香港居民)**  
**Proposed Investment Manager (Hong Kong Resident who is at least 18 years old)**

全名 Full Name

--	--	--

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

香港身分證號碼

Hong Kong Identity Card Number

(  )

**B. 建議投資經理(公司／註冊非香港公司)**  
**Proposed Investment Manager (Company／Registered Non-Hong Kong Company)**

建議投資經理是—  
Proposed Investment Manager is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐

公司  
a company

☐

註冊非香港公司  
a registered non-Hong Kong company

全名 Full Name

中文 Chinese

英文 English

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

19 9 建議負責人 Proposed Responsible Person

A. 建議負責人是一—  
Proposed Responsible Person is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

- |  |   |   |   |
|--|---|---|---|
| <input type="checkbox"/> 認可機構<br>an authorized institution | <input type="checkbox"/> 持牌法團<br>a licensed corporation | <input type="checkbox"/> 會計專業人士<br>an accounting professional | <input type="checkbox"/> 法律專業人士<br>a legal professional |
|--|---|---|---|

(請填報 B 或 C 項 Please complete Part B or C)

B. 建議負責人(自然人)  
Proposed Responsible Person (Natural Person)

全名 Full Name

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English

20 身分證明 Identification

(a) 香港身分證號碼  
Hong Kong Identity Card Number

	( <input type="checkbox"/> )
--	------------------------------

(b) 護照  
Passport

簽發國家／地區 Issuing Country／Region	號碼 Number
--------------------------------	-----------

C. 建議負責人(非自然人的實體)  
Proposed Responsible Person (Entity other than a natural person)

全名 Full Name

中文 Chinese

英文 English

商業登記號碼 (請填報首 8 位數字)  
Business Registration Number (Please provide the first 8 digits)

--

表格  
Form

# LPF2

## 10 聲明及陳述 Declaration and Statement

下方簽署人，即本申請的申請人(下稱「有關申請人」)，現作出以下聲明、承諾及陳述—

The undersigned, being the applicant of this application ("the Applicant"), hereby makes the following declaration, undertaking and statements—

請在下列(a)及(b)項適用的空格內加上 ✓ 號 Please tick the relevant boxes in items(a) and (b) below

- (a) ☐ 有關基金符合《有限合伙基金條例》(第 637 章)(下稱「該條例」)第 7 條的資格規定。  
The fund meets the eligibility requirements in section 7 of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance").

☐ 除《有限合伙基金條例》(第 637 章)(下稱「該條例」)第 7(1)(i)條外，有關基金符合該條例第 7 條的資格規定。有關基金所有的建議合夥人，均屬同一公司集團之中的法團。有關申請人明白，如有關基金獲註冊為有限合伙基金，而在該基金根據該條例第 13 條獲發註冊證明書之日的第 2 個周年日後，該基金所有的合夥人均屬同一公司集團之中的法團，則公司註冊處處長可從《基金登記冊》剔除該基金的名稱。

Except for section 7(1)(i), the fund meets the eligibility requirements in section 7 of the Limited Partnership Fund Ordinance (Cap. 637) ("the Ordinance"). All the proposed partners in the fund are corporations in the same group of companies. The Applicant understands that if the fund is registered as a limited partnership fund, the Registrar of Companies may strike the name of the fund off the LPF Register if all the partners in the fund are corporations in the same group of companies after the second anniversary of the date on which its certificate of registration is issued under section 13 of the Ordinance.

- 21 (b) ☐ 有關基金根據該條例第 29 條保存的所有紀錄會保存於本申請表第 3 項提述的辦事處。  
All the records that the fund will be required to keep under section 29 of the Ordinance will be kept in the office referred to in section 3 of this application.

☐ 有關基金根據該條例第 29 條保存的紀錄會保存於其建議註冊辦事處以外的下述香港的地方—  
The records that the fund will be required to keep under section 29 of the Ordinance will be kept in the following place(s) in Hong Kong other than its proposed registered office—

香港 / HONG KONG

(如紀錄會分別保存於不同地方，請清楚述明 If the records will be separately kept in different places, please indicate clearly)

- (c) 有關申請人明白，在本申請中作出在要項上屬虛假，具誤導性或具欺騙性的陳述，即屬犯罪。  
The Applicant understands that it is an offence to make a statement in this application that is false, misleading or deceptive in a material respect.

## 6 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

建議普通合夥人  
Proposed General Partner

日期 Date :

日 DD / 月 MM / 年 YYYY

**《有限合夥基金條例》(香港法例第 637 章)  
第 79 條規定交付的**

**將指明基金註冊為有限合夥基金的申請書**

**填表須知 — 表格 LPF2**

**附註**

**引言**

1. 本表格是用以向公司註冊處處長(「處長」)申請將指明基金(即已根據《有限責任合夥條例》(第 37 章)以有限責任合夥的形式設立及註冊的基金)根據《有限合夥基金條例》(第 637 章)(「該條例」)註冊為有限合夥基金。
2. 請劃一以中文或英文填報各項所需資料。如以中文填報，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按該條例規定交付處長。

**費用**

5. 本表格必須連同正確的註冊費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合夥基金的註冊》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

6. 本表格必須由第 1 項提述的擬註冊為有限合夥基金的指明基金的普通合夥人簽署，而該合夥人亦即第 6 項指名為有限合夥基金的建議普通合夥人。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人，本表格必須由該人簽署。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，本表格必須由該有限責任合夥的普通合夥人簽署，並填上簽署人的全名及身分。
  - (e) 如該普通合夥人是另一有限合夥基金，本表格必須由該另一基金的普通合夥人或(如適用)該另一基金的獲授權代表簽署，並填上簽署人的全名及身分。
  - (f) 如該普通合夥人是具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的普通合夥人簽署，並填上簽署人的全名及身分。
  - (g) 如該普通合夥人是不具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的普通合夥人簽署，並填上簽署人的全名及身分。

### **擬註冊為有限合夥基金的指明基金的名稱及編號 (第 1 項)**

7. 請填報指明基金(即已根據《有限責任合夥條例》(第37章)以有限責任合夥的形式設立及註冊的基金)的名稱及編號。
8.
  - (a) 請於 1B(a)欄內填報指明基金在公司註冊處的編號。
  - (b) 請於 1B(b)欄內填報指明基金現時持有的有效商業登記號碼的首 8 位數字。
  - (c) 如在緊接指明基金獲註冊為有限合夥基金前，有關指明合夥並無持有有效商業登記證，請填上「無」。該有限合夥基金的普通合夥人須在註冊日期後一個月內，為該有限合夥基金申請商業登記證。
  - (d) 如在緊接基金獲註冊為有限合夥基金前，有關指明合夥持有有效商業登記證，則該有限合夥基金的普通合夥人須在註冊日期後一個月內，通知稅務局局長—
    - (i) 該項註冊；
    - (ii) 該有限合夥基金的註冊名稱；及
    - (iii) 該有限合夥基金的普通合夥人的詳情。
  - (e) 有效商業登記證(valid business registration certificate) 具有《商業登記條例》(第 310 章)第 2(1)條所給予的涵義。

### **有限合夥基金的建議名稱 (第 2 項)**

9. 建議的中文名稱必須是指明基金現有中文名稱，再加上「有限合夥基金」此六個字結尾。建議的英文名稱必須是指明基金現有英文名稱，再加上“Limited Partnership Fund”此三個字結尾，或“LPF”此一個字結尾。有關有限合夥基金的名稱的規定及限制，請參閱該條例第 8 及第 9 條。

### **有限合夥基金的建議註冊辦事處地址 (第 3 項)**

10. 請在本項填報基金的建議註冊辦事處地址。本處不接納非香港地址、「轉交」地址及郵政信箱號碼。建議地址自基金獲註冊起，須視作基金的註冊辦事處地址，直至有就該地址的更改通知(表格LPF4A)根據該條例第25條送交處長存檔為止。

### **建議普通合夥人 (第 7 項)**

11. 請填報建議普通合夥人的資料。有限合夥基金必須有一名普通合夥人，普通合夥人必須是—
  - (a) 年滿 18 歲的自然人；
  - (b) 根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司；
  - (c) 註冊非香港公司；
  - (d) 根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥；
  - (e) 有限合夥基金；
  - (f) 具有法人資格的非香港有限責任合夥；或
  - (g) 不具有法人資格的非香港有限責任合夥。
12. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證，請填報其所持有的任何護照的號碼及簽發國家／地區。

13. 請填報屬非自然人的普通合夥人的地址。
- (a) 如建議普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，請填報其註冊辦事處地址。
  - (b) 如建議普通合夥人是註冊非香港公司，請填報其在香港的主要營業地點地址。
  - (c) 如建議普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，請填報其主要營業地點地址。
  - (d) 如建議普通合夥人是另一有限合夥基金，請填報其註冊辦事處地址。
  - (e) 如建議普通合夥人是具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
  - (f) 如建議普通合夥人是不具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
14. 如建議普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話，請在此欄填上「無」。
15. (a) 如有限合夥基金的建議普通合夥人是另一有限合夥基金，或是不具有法人資格的非香港有限責任合夥，該普通合夥人須委任一名人士為基金的獲授權代表，以負責該基金的管理及控制。該獲授權代表必須是—
- (i) 年滿 18 歲的香港居民；
  - (ii) 公司；或
  - (iii) 註冊非香港公司。
- (b) 建議獲授權代表自基金獲註冊起，須視為該基金的獲授權代表，直至有就該獲授權代表的更改通知(表格 LPF4C)根據該條例第 23(6)條送交處長存檔為止。
16. 建議獲授權代表須同意擔任該有限合夥基金的獲授權代表。
- (a) 如建議獲授權代表是公司，必須由該公司的一名董事或公司秘書簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
  - (b) 如建議獲授權代表是註冊非香港公司，必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
17. 請填報建議獲授權代表的地址。
- (a) 如建議獲授權代表是香港居民，請填報其通訊地址，該地址不得為郵政信箱號碼。
  - (b) 如建議獲授權代表是公司，請填報其註冊辦事處地址。
  - (c) 如建議獲授權代表是註冊非香港公司，請填報其在香港的主要營業地點地址。

#### **建議投資經理 (第 8 項)**

18. (a) 基金的普通合夥人須委任一名投資經理，以執行基金的日常投資管理職能。該名投資經理必須是—
- (i) 年滿 18 歲的香港居民；
  - (ii) 公司；或
  - (iii) 註冊非香港公司。
- (b) 建議投資經理自該基金獲註冊起，須視為獲委任為該基金的投資經理，直至有就該投資經理的更改通知(表格 LPF4C)根據該條例第 25 條送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件，亦可以同時擔任投資經理。

#### **建議負責人 (第 9 項)**

19. (a) 基金的普通合夥人須委任一名負責人，以執行《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 2 所列的措施。該名負責人必須是—
- (i) 認可機構；
  - (ii) 持牌法團；
  - (iii) 會計專業人士；或
  - (iv) 法律專業人士。
- 認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 1 第 2 部第 1 條所給予的涵義。
- (b) 建議負責人自該基金獲註冊起，須視為獲委任為該基金的負責人，直至有就該負責人的更改通知(表格 LPF4C)根據該條例第 25 條送交處長存檔為止。
- (c) 如普通合夥人符合上述(a)項作為負責人的其中一項條件，亦可以同時擔任負責人。
20. 請填報屬自然人的負責人的香港身分證號碼。如該人沒有香港身分證，請填報其所持有的任何護照的號碼及簽發國家／地區。

#### **根據該條例第 29 條須保存的紀錄 (第 10(b)項)**

21. (a) 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其他地方，保存以下紀錄—
- (i) 基金的財務報表，而該報表是由根據該條例第 21 條委任的核數師審計的；
  - (ii) 合夥人紀錄冊；
  - (iii) 就基金的客戶(包括基金的有限責任合夥人)而言—《打擊洗錢及恐怖分子資金籌集條例》(第 615 章)附表 2 第 20(1)(b)條描述的文件、紀錄及檔案；
  - (iv) 基金進行的每項交易的文件及紀錄；及
  - (v) 基金的名合夥人的控權人。
- (b) 關於保存紀錄的規定，請參閱該條例第 28 及 29 條。
- (c) 如紀錄的保存地點有任何更改，基金的普通合夥人須根據該條例第 31 條將有關更改的通知(表格 LPF4A)送交處長存檔。

## **APPLICATION FOR REGISTRATION OF A SPECIFIED FUND AS A LIMITED PARTNERSHIP FUND**

**For the purposes of section 79 of Limited Partnership Fund Ordinance (Cap. 637)**

### **Notes for Completion of Form LPF2**

#### **Introduction**

1. This form should be used for applying to the Registrar of Companies (the Registrar) for registration of a specified fund (which was set up in the form of a limited partnership and registered under the Limited Partnerships Ordinance (Cap. 37) ) as a limited partnership fund under the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance).
2. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

#### **Fee**

5. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Registration of a Limited Partnership Fund' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### **Signature**

6. This form must be signed by the general partner in the specified fund referred to in section 1 of this form, who is named in section 6 as the proposed general partner of the limited partnership fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by the person.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the general partner is another limited partnership fund, this form must be signed by the general partner in, or (if applicable) the authorized representative of, the fund with the full name and capacity of the signatory stated.
  - (f) If the general partner is a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (g) If the general partner is a non-Hong Kong limited partnership without a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

**Name and Number of the Specified Fund for Registration as a Limited Partnership Fund (Section 1)**

7. Please provide the name and number of the specified fund which was set up in the form of a limited partnership and registered under the Limited Partnerships Ordinance (Cap. 37).
8.
  - (a) Please provide in section 1B(a) the number of the specified fund registered in the Companies Registry.
  - (b) Please provide in section 1B(b) the first 8 digits of the number of the valid business registration certificate the specified fund is holding.
  - (c) If, immediately before a specified fund is registered as a limited partnership fund, the specified fund does not hold a valid business registration certificate, the general partner in the limited partnership fund must, within 1 month after the registration date, apply for a business registration certificate for the limited partnership fund.
  - (d) If, immediately before a specified fund is registered as a limited partnership fund, the specified fund holds a valid business registration certificate, the general partner in the limited partnership fund must, within 1 month after the registration date, notify the Commissioner of Inland Revenue of—
    - (i) the registration;
    - (ii) the name in which the limited partnership fund is registered; and
    - (iii) the details of the general partner in the limited partnership fund.

**Proposed Name of the Limited Partnership Fund (Section 2)**

9. The proposed Chinese name must be the current Chinese name of the specified fund with the last 6 characters “有限合伙基金”. The proposed English name must be the current English name of the specified fund with the last 3 words “Limited Partnership Fund” or the last word “LPF”. Please refer to sections 8 and 9 of the Ordinance for the requirements and restrictions on the name of a limited partnership fund.

**Proposed Address of the Registered Office of the Limited Partnership Fund (Section 3)**

10. The proposed address of the registered office of the fund must be stated in this section. Non-Hong Kong addresses, ‘care of’ addresses or post office box numbers are not acceptable. The proposed address is taken to be the address of the registered office of the fund with effect from the registration of the fund until a notification of change in respect of the address (Form LPF4A) is filed with the Registrar under section 25 of the Ordinance.

**Proposed General Partner (Section 7)**

11. Please provide the particulars of the proposed general partner. A limited partnership fund must have one general partner. The general partner in the fund must be—
  - (a) a natural person who is at least 18 years old;
  - (b) a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance;
  - (c) a registered non-Hong Kong company;
  - (d) a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37);
  - (e) a limited partnership fund;
  - (f) a non-Hong Kong limited partnership with a legal personality; or
  - (g) a non-Hong Kong limited partnership without a legal personality.
12. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.

13. Please provide the address of the proposed general partner (other than natural person).
- (a) If the proposed general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, please provide the address of its registered office.
  - (b) If the proposed general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
  - (c) If the proposed general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), please provide the address of its principal place of business.
  - (d) If the proposed general partner is another limited partnership fund, please provide the address of its registered office.
  - (e) If the proposed general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of its principal place of business.
  - (f) If the proposed general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
14. If the proposed general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.
15. (a) If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be —
- (i) a Hong Kong resident who is at least 18 years old;
  - (ii) a company; or
  - (iii) a registered non-Hong Kong company.
- (b) The proposed authorized representative is taken to be appointed as the authorized representative of the fund with effect from the registration of the fund until a notification of change in respect of the authorized representative (Form LPF4C) is filed with the Registrar under section 23(6) of the Ordinance.
16. The proposed authorized representative must sign to consent to be the authorized representative of the fund.
- (a) If the proposed authorized representative is a company, the consent is to be provided by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (b) If the proposed authorized representative is a registered non-Hong Kong company, the consent is to be provided by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.
17. Please provide the address of the proposed authorized representative of the limited partnership fund.
- (a) If the proposed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
  - (b) If the proposed authorized representative is a company, please provide the address of its registered office.
  - (c) If the proposed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

**Proposed Investment Manager (Section 8)**

18. (a) The general partner in the fund must appoint a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be —

- (i) a Hong Kong resident who is at least 18 years old;
  - (ii) a company; or
  - (iii) a registered non-Hong Kong company.
- (b) The proposed investment manager is taken to be appointed as an investment manager of the fund with effect from the registration of the fund until a notification of change in respect of the investment manager (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

#### **Proposed Responsible Person (Section 9)**

19. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—

- (i) an authorized institution;
- (ii) a licensed corporation;
- (iii) an accounting professional; or
- (iv) a legal professional.

Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615).

- (b) The proposed responsible person is taken to be appointed as a responsible person of the fund with effect from the registration of the fund until a notification of change in respect of the responsible person (Form LPF4C) is filed with the Registrar under section 25 of the Ordinance.
- (c) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.

20. Please provide the Hong Kong Identity Card number of the responsible person who is a natural person or, if the person does not have an identity card, the number and issuing country/region of any passport held by the person.

#### **Records that are required to be kept under section 29 of the Ordinance (Section 10(b))**

21. (a) The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
- (i) the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
  - (ii) a register of partners;
  - (iii) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615);
  - (iv) documents and records of each transaction carried out by the fund; and
  - (v) the controller of each of the partners in the fund.
- (b) For details of the requirements for the keeping of records, please refer to sections 28 and 29 of the Ordinance.
- (c) If there is a change in the place in which the records are kept, the general partner in the fund must file a notification of the change (Form LPF4A) with the Registrar under section 31 of the Ordinance.



公司註冊處  
Companies Registry

更改有限合夥基金名稱通知  
Notification of Change of Name of  
Limited Partnership Fund

表格  
Form

**LPF3**

編號 Number

--

註 Note

- ⑧ 1 有限合夥基金現有的英文名稱 Existing English Name of the Limited Partnership Fund

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有限合夥基金現有的中文名稱 Existing Chinese Name of the Limited Partnership Fund

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- ② 2 更改有限合夥基金名稱的決議日期  
Date of Resolution for Change of Name of  
the Limited Partnership Fund

日 DD	月 MM	年 YYYY

- ⑨ 3 擬用的有限合夥基金的英文名稱 Intended English Name of the Limited Partnership Fund

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擬用的有限合夥基金的中文名稱 Intended Chinese Name of the Limited Partnership Fund

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- ⑦ 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

普通合夥人  
General Partner

日期 Date:

日 DD / 月 MM / 年 YYYY

- ④ 提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

**《有限合夥基金條例》(香港法例第 637 章)  
第 40 條規定交付的**

**更改有限合夥基金名稱通知**

**填表須知 — 表格 LPF3**

**附註**

**引言**

1. 凡有限合夥基金的合夥人根據《有限合夥基金條例》(「該條例」)第 40(1)條藉決議更改該基金的名稱，該基金的普通合夥人必須在有關決議通過的日期後的 15 日內，將有關通知以本表格送交公司註冊處處長(「處長」)存檔。
2. 更改基金名稱的決議**無須**送交公司註冊處。
3. 如以中文申報本表格內的資料，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
4. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
5. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身送交到上址。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按該條例規定交付處長。

**費用**

6. 本表格必須連同正確的註冊費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合夥基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

7. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人，本表格必須由該人簽署，並填上該人的全名。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，或具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的一名普通合夥人簽署，並填上簽署人的全名及身分。
  - (e) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥，本表格必須由根據該條例第 23 條獲委任為該基金的獲授權代表簽署。
    - (i) 如該獲授權代表是自然人，則由該人簽署，並填上該人的全名及身分。
    - (ii) 如該獲授權代表是公司，則由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
    - (iii) 如該獲授權代表是註冊非香港公司，則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。

**有限合夥基金現有的名稱 (第 1 項)**

8. 如基金具有英文及中文名稱，請在有關空格內填報這些名稱。如基金沒有英文或中文名稱，請在有關空格內填上「無」。

**擬用的有限合夥基金的名稱 (第 3 項)**

9. 有限合夥基金如欲保留現有的英文或中文名稱，必須在有關空格內填上現有名稱。如基金在更改名稱後沒有英文或中文名稱，請在有關空格內填上「無」。

## NOTIFICATION OF CHANGE OF NAME OF LIMITED PARTNERSHIP FUND

For the purposes of section 40 of Limited Partnership Fund Ordinance (Cap. 637)

### Notes for Completion of Form LPF3

#### Introduction

1. Where the partners in a limited partnership fund passes a resolution changing the name of the fund pursuant to section 40(1) of the Limited Partnership Fund Ordinance (the Ordinance), the general partner in the fund must file a notification of the change of name in this form with the Registrar of Companies (the Registrar) within 15 days after the date of passing the resolution.
2. The resolution for change of name is **not** required for filing with the Companies Registry.
3. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
4. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
5. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

#### Fee

6. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### Signature

7. This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Ordinance.
    - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
    - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.

- (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.

**Existing Name(s) of Limited Partnership Fund (Section 1)**

8. If the fund has an English and a Chinese name, please state the names in the appropriate boxes. If the fund does not have any English or Chinese name, please insert 'NIL' in the appropriate box.

**Intended Name(s) of Limited Partnership Fund (Section 3)**

9. If the fund wishes to retain its existing English or Chinese name, such name ***must*** be stated in the appropriate box. If the fund does not have any English or Chinese name after change of name, please insert 'NIL' in the appropriate box.



有限合夥基金  
地址、紀錄的保存地點及投資範圍  
的更改通知

Notification of Change in  
Address, Location of Records and  
Investment Scope of  
Limited Partnership Fund

表格  
Form **LPF4A**

編號 Number

--

註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

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2 請只填報有更改的項目 Please complete item(s) with change(s) only  
註冊辦事處地址的更改 Change in Address of Registered Office

新註冊辦事處地址 New Address of Registered Office

香港 / HONG KONG

(本處不接納「轉文」地址及郵政信箱號碼 'Care of' addresses and post office box numbers are not acceptable)

生效日期  
Effective Date

日 DD	月 MM	年 YYYY

3 主要營業地點的更改 Change in Principal Place of Business  
新主要營業地點 New Principal Place of Business

國家 / 地區 Country / Region

生效日期  
Effective Date

日 DD	月 MM	年 YYYY

4 電郵地址 Email Address

--

生效日期  
Effective Date

日 DD	月 MM	年 YYYY

3

提交人資料 Presentor's Reference

姓名 / 名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

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7 5 紀錄的保存地點的更改 Change of Place in which Records are kept

新的保存紀錄地點 New Place for keeping Records of the Fund

請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)

紀錄 Records	保存地點 (註冊辦事處以外) Place (Other than the Registered Office)	轉為保存於 註冊辦事處 Changed to be kept at the Registered Office	生效日期 Effective Date						
<input type="checkbox"/> 經審計的基金的財務報表 Audited Financial Statements of the Fund		<input type="checkbox"/>	<table border="1"> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>日 DD</td> <td>月 MM</td> <td>年 YYYY</td> </tr> </table>				日 DD	月 MM	年 YYYY
日 DD	月 MM	年 YYYY							
<input type="checkbox"/> 合夥人紀錄冊 Register of Partners		<input type="checkbox"/>	<table border="1"> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>日 DD</td> <td>月 MM</td> <td>年 YYYY</td> </tr> </table>				日 DD	月 MM	年 YYYY
日 DD	月 MM	年 YYYY							
<input type="checkbox"/> 客戶文件、紀錄及檔案 Documents, Records and Files of Customers		<input type="checkbox"/>	<table border="1"> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>日 DD</td> <td>月 MM</td> <td>年 YYYY</td> </tr> </table>				日 DD	月 MM	年 YYYY
日 DD	月 MM	年 YYYY							
<input type="checkbox"/> 交易文件及紀錄 Documents and Records of Transactions		<input type="checkbox"/>	<table border="1"> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>日 DD</td> <td>月 MM</td> <td>年 YYYY</td> </tr> </table>				日 DD	月 MM	年 YYYY
日 DD	月 MM	年 YYYY							
<input type="checkbox"/> 每名合夥人的控權人 Controller of Each Partner		<input type="checkbox"/>	<table border="1"> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>日 DD</td> <td>月 MM</td> <td>年 YYYY</td> </tr> </table>				日 DD	月 MM	年 YYYY
日 DD	月 MM	年 YYYY							

6 投資範圍的更改 Change in Investment Scope

新投資範圍 New Investment Scope

--

生效日期  
Effective Date

日 DD	月 MM	年 YYYY

6 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

日期 Date :

普通合夥人  
General Partner

日 DD / 月 MM / 年 YYYY

**《有限合夥基金條例》(香港法例第 637 章)  
第 25 及 31 條規定交付的**

**有限合夥基金地址、紀錄的保存地點及投資範圍的更改通知**

**填表須知 — 表格 LPF4A**

**附註**

**引言**

1. 有限合夥基金(「基金」)的註冊辦事處地址、主要營業地點、投資範圍,或根據《有限合夥基金條例》(「該條例」)第 29 條提述的紀錄的保存地點如有任何更改,基金的普通合夥人必須在更改發生後的 15 日內,將有關更改的通知以本表格送交公司註冊處處長(「處長」)存檔。
2. 請劃一以中文或英文申報各項所需資料。如以中文申報,請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或親身上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話,則該表格須視為未曾按該條例規定交付處長。

**費用**

5. 本表格必須連同正確的費用一併交付,否則公司註冊處不會接納。有關所需費用的詳情,請參閱《有限合夥基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用,抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

6. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人,本表格必須由該人簽署,並填上該人的全名。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司,本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署,並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥,或具有法人資格的非香港有限責任合夥,本表格必須由該有限責任合夥的一名普通合夥人簽署,並填上簽署人的全名及身分。
  - (e) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥,本表格必須由根據該條例第 23 條獲委任為該基金的獲授權代表簽署。
    - (i) 如該獲授權代表是自然人,則由該人簽署,並填上該人的全名及身分。
    - (ii) 如該獲授權代表是公司,則由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
    - (iii) 如該獲授權代表是註冊非香港公司,則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署,並填上簽署人的全名及身分。

#### **紀錄的保存地點的更改 (第 5 項)**

7. 基金的普通合夥人或投資經理須在基金的註冊辦事處或處長已獲悉的香港任何其他地方，保存以下紀錄—
  - (a) 基金的財務報表，而該報表是由根據該條例第 21 條委任的核數師審計的；
  - (b) 合夥人紀錄冊；
  - (c) 就基金的客戶(包括基金的有限責任合夥人)而言，《打擊洗錢及恐怖分子資金籌集條例》(第 615 章)附表 2 第 20(1)(b)條描述的文件、紀錄及檔案；
  - (d) 基金進行的每項交易的文件及紀錄；及
  - (e) 基金的每名合夥人的控權人。
8. 如僅因有關基金的註冊辦事處地址更改，而有基金紀錄的保存地點的更改，基金的普通合夥人無須就紀錄的保存地點的更改交付更改通知。

## **NOTIFICATION OF CHANGE IN ADDRESS, LOCATION OF RECORDS AND INVESTMENT SCOPE OF LIMITED PARTNERSHIP FUND**

**For the purposes of sections 25 and 31 of Limited Partnership Fund Ordinance (Cap. 637)**

### **Notes for Completion of Form LPF4A**

#### **Introduction**

1. Where there is a change in the address of the registered office, principal place of business, investment scope of the limited partnership fund (the fund) or the place in which the records referred to in section 29 of the Limited Partnership Fund Ordinance (the Ordinance) are kept, the general partner in the fund must file a notification of the change in this form with the Registrar of Companies (the Registrar) within 15 days after the change occurs.
2. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

#### **Fee**

5. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### **Signature**

6. This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Ordinance.
    - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
    - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
    - (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.

**Change of Place in which Records are kept (Section 5)**

7. The general partner in the fund or the investment manager of the fund must keep the following records at the registered office of the fund or any other place in Hong Kong made known to the Registrar—
  - (a) the financial statements of the fund audited by the auditor appointed under section 21 of the Ordinance;
  - (b) a register of partners;
  - (c) in relation to a customer of the fund (including a limited partner in the fund)— the documents, records and files described in section 20(1)(b) of Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615);
  - (d) documents and records of each transaction carried out by the fund; and
  - (e) the controller of each of the partners in the fund.
8. If there is a change of the place in which records are kept only because of the change of the address of the fund's registered office, the general partner in the fund need not file a notification of change of the place in this form.



公司註冊處  
Companies Registry

有限合伙基金普通合夥人、  
獲授權代表、投資經理及負責人  
詳情更改通知

Notification of Change in Particulars of  
General Partner, Authorized Representative,  
Investment Manager and Responsible  
Person of Limited Partnership Fund

表格  
Form **LPF4B**

編號 Number

註 Note

1 有限合伙基金名稱 Name of the Limited Partnership Fund

2 普通合夥人／獲授權代表／投資經理／負責人詳情更改  
Change in Particulars of General Partner／Authorized Representative／Investment Manager／  
Responsible Person  
(如有需要，可附加續頁填報 Attach Continuation Sheet for reporting if necessary)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

7

身分 Capacity

請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)

☐

普通合夥人

General Partner

☐

獲授權代表

Authorized Representative

☐

投資經理

Investment Manager

☐

負責人

Responsible Person

姓名／名稱 Full Name

3

提交人資料 Presenter's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

表格  
Form

LPF4B

編號 Number

--

2 普通合夥人／獲授權代表／投資經理／負責人詳情更改 (續上頁)

Change in Particulars of General Partner / Authorized Representative / Investment Manager / Responsible Person (cont'd)

8 B. 更改詳情 Details of Change(s)

請只填報有更改的項目 Please complete item(s) with change(s) only

生效日期  
Effective Date

(a) 全名(自然人) Full Name (Natural Person)

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English

日 DD	月 MM	年 YYYY

(b) 全名(非自然人) Full Name (Other than Natural Person)

中文名稱 Name in Chinese
英文名稱 Name in English

日 DD	月 MM	年 YYYY

9 (c) 地址 Address

國家／地區 Country / Region	

日 DD	月 MM	年 YYYY

10 (d) 電郵地址 Email Address

--

日 DD	月 MM	年 YYYY

(e) 香港身分證號碼 Hong Kong Identity Card Number

	( )
--	-----

日 DD	月 MM	年 YYYY

(f) 護照 Passport

簽發國家／地區 Issuing Country / Region	號碼 Number

日 DD	月 MM	年 YYYY

11 (g) 商業登記號碼 Business Registration Number (請填報前 8 位數字 Please provide the first 8 digits)

--

日 DD	月 MM	年 YYYY

本通知書所包括的續頁數目  
Number of Continuation Sheet(s) included in this Notification

--

6 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

普通合夥人  
General Partner

日期 Date :

日 DD / 月 MM / 年 YYYY

表格  
Form

LPF4B

續頁 Continuation Sheet

編號 Number

普通合夥人／獲授權代表／投資經理／負責人詳情更改（第 2 項）

Change in Particulars of General Partner / Authorized Representative / Investment Manager / Responsible Person (Section 2)

A. 現時在公司註冊處登記的詳情 Particulars Currently Registered with the Companies Registry

身分 Capacity

請在適用的空格內加上 ✓ 號 Please tick the relevant box(es)

☐ 普通合夥人

General Partner

☐ 獲授權代表

Authorized Representative

☐ 投資經理

Investment Manager

☐ 負責人

Responsible Person

姓名／名稱 Full Name

--

B. 更改詳情 Details of Change(s)

請只填報有更改的項目 Please complete item(s) with change(s) only

生效日期  
Effective Date

(a) 全名(自然人) Full Name (Natural Person)

--	--	--

日 DD	月 MM	年 YYYY

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

(b) 全名(非自然人) Full Name (Other than Natural Person)

--

中文名稱 Name in Chinese

日 DD	月 MM	年 YYYY

--

英文名稱 Name in English

(c) 地址 Address


國家／地區

Country / Region

日 DD	月 MM	年 YYYY

(d) 電郵地址 Email Address

--

日 DD	月 MM	年 YYYY

(e) 香港身分證號碼 Hong Kong Identity Card Number

--

(  )

日 DD	月 MM	年 YYYY

(f) 護照 Passport

--	--

簽發國家／地區 Issuing Country / Region

號碼 Number

日 DD	月 MM	年 YYYY

(g) 商業登記號碼 Business Registration Number (請填報首 8 位數字 Please provide the first 8 digits)

--

日 DD	月 MM	年 YYYY

**《有限合夥基金條例》(香港法例第 637 章)  
第 23(6)及 25 條規定交付的**

**有限合夥基金普通合夥人、獲授權代表、投資經理及負責人詳情更改通知**

**填表須知 — 表格 LPF4B**

**附註**

**引言**

1. 有限合夥基金(「基金」)的普通合夥人、獲授權代表、投資經理或負責人的詳情如有任何更改，該基金的普通合夥人必須在更改發生後的 15 日內，將有關更改的通知以本表格送交公司註冊處處長(「處長」)存檔。
2. 請劃一以中文或英文申報各項所需資料。如以中文申報，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按《有限合夥基金條例》規定交付處長。

**費用**

5. 本表格必須連同正確的費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合夥基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

6. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人，本表格必須由該人簽署，並填上該人的全名。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，或具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的一名普通合夥人簽署，並填上簽署人的全名及身分。
  - (e) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥，本表格必須由根據《有限合夥基金條例》第 23 條獲委任為該基金的獲授權代表簽署。
    - (i) 如該獲授權代表是自然人，則由該人簽署，並填上該人的全名及身分。
    - (ii) 如該獲授權代表是公司，則由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
    - (iii) 如該獲授權代表是註冊非香港公司，則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。

**普通合夥人／獲授權代表／投資經理／負責人詳情更改 (第 2A 項)**

7. 請述明詳情有所更改者的身分。

**更改詳情 (第 2B)**

8. 請在適當的空格內申報普通合夥人／獲授權代表／投資經理／負責人的 新詳情，並在相關的空格內註明生效日期。沒有更改的詳情無需填報。

**地址 (第 2B(c)項)**

9. (a) 本欄只供填報下列普通合夥人／獲授權代表地址的變更—
- (i) 如普通合夥人／獲授權代表是自然人，請填報其通訊地址，該地址不得為郵政信箱號碼。
  - (ii) 如普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，請填報其註冊辦事處地址。
  - (iii) 如普通合夥人是註冊非香港公司，請填報其在香港的主要營業地點地址。
  - (iv) 如普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，請填報其主要營業地點地址。
  - (v) 如普通合夥人是另一有限合夥基金，請填報其註冊辦事處地址。
  - (vi) 如普通合夥人是具有法人資格的非香港有限責任合夥，或不具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
  - (vii) 如獲授權代表是公司，請填報其在香港的註冊辦事處地址。
  - (viii) 如獲授權代表是註冊非香港公司，請填報其在香港的主要營業地點地址。
- (b) 投資經理及負責人無須申報其地址的變更。

**電郵地址(第 2B(d)項)**

10. 本欄只供填報普通合夥人／獲授權代表電郵地址的變更。

**商業登記號碼 (第 2B(g)項)**

11. 本欄只供 屬非自然人 的普通合夥人、獲授權代表、投資經理或負責人申報其商業登記號碼的變更。

**NOTIFICATION OF CHANGE IN PARTICULARS OF  
GENERAL PARTNER, AUTHORIZED REPRESENTATIVE, INVESTMENT MANAGER  
AND RESPONSIBLE PERSON OF LIMITED PARTNERSHIP FUND**

**For the purposes of sections 23(6) and 25 of Limited Partnership Fund Ordinance  
(Cap. 637)**

**Notes for Completion of Form LPF4B**

**Introduction**

1. Where there is a change in the particulars of the general partner, authorized representative, investment manager or responsible person of a limited partnership fund (the fund), the general partner in the fund must file a notification of the change in this form with the Registrar of Companies (the Registrar) within 15 days after the change occurs.
2. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance.

**Fee**

5. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

**Signature**

6. This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Limited Partnership Fund Ordinance.
    - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
    - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
    - (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.

**Change in Particulars of General Partner / Authorized Representative / Investment Manager / Responsible Person (Section 2A)**

7. Please indicate the capacity(ies) of the person(s) whose particulars have changed.

**Details of Change(s) (Section 2B)**

8. Please state only the new particulars of the general partner / authorized representative / investment manager / responsible person in the appropriate box(es) provided and specify the effective date of change in the corresponding box. There is no need to state those particulars which remain unchanged.

**Address (Section 2B(c))**

9. (a) This item is for reporting the change of address of the general partner / authorized representative.
- (i) If the general partner / authorized representative is a natural person, please provide the correspondence address. Post office box numbers are not acceptable.
  - (ii) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, please provide the address of its registered office.
  - (iii) If the general partner is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.
  - (iv) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), please provide the address of its principal place of business.
  - (v) If the general partner is another limited partnership fund, please provide the address of its registered office.
  - (vi) If the general partner is a non-Hong Kong limited partnership with a legal personality, or a non-Hong Kong limited partnership without a legal personality, please provide the address of its principal place of business.
  - (vii) If the authorized representative is a company, please provide the address of its registered office in Hong Kong.
  - (viii) If the authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

- (b) Investment manager and responsible person are not required to report any change of address.

**Email Address (Section 2B(d))**

10. This item is for reporting the change of email address of the general partner / authorized representative.

**Business Registration Number (Section 2B(g))**

11. This item is for the general partner, authorized representative, investment manager or responsible person other than natural person to report the change of its business registration number.



公司註冊處  
Companies Registry

有限合夥基金  
普通合夥人、獲授權代表、  
投資經理及負責人更改通知  
Notification of Change of General Partner,  
Authorized Representative, Investment  
Manager and Responsible Person of  
Limited Partnership Fund

表格  
Form

LPF4C

編號 Number

--

註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

--

2 普通合夥人的變更 Change of General Partner

A. 普通合夥人的停任 Cessation of the General Partner

現時在公司註冊處登記的普通合夥人的全名

Full Name of the General Partner Currently Registered with the Companies Registry

--

請在適用的空格內加上 ✓ 號 Please tick the relevant box

停任原因

Reason for Cessation

☐

退出

Withdrawal

☐

免職

Removal

☐

更換

Replacement

停任日期

Date of Cessation

--	--	--

日 DD

月 MM

年 YYYY

B. 新普通合夥人的詳情 Details of the new General Partner

成為普通合夥人的日期

Date of Becoming General Partner

--	--	--

日 DD

月 MM

年 YYYY

3

提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

電郵 Email:

檔號 Reference:

傳真 Fax:

請勿填寫本欄 For Official Use

2 普通合夥人的變更 Change of General Partner (續上頁 cont'd)

B. 新普通合夥人的詳情 Details of the new General Partner

(請填報 a 或 b 項 Please complete item a or b)

a. 普通合夥人(年滿 18 歲的自然人) General Partner (Natural Person who is at least 18 years old)  
全名 Full Name

中文姓名 Name in Chinese	英文姓氏 Surname in English	英文名字 Other Names in English

通訊地址  
Correspondence  
Address (本處不  
接納郵政信箱號碼  
Post office box  
number is not  
acceptable)

國家／地區 Country / Region

電郵地址 Email Address

--

身分證明 Identification

(a) 香港身分證號碼  
Hong Kong Identity Card Number

	( <input type="checkbox"/> )
--	------------------------------

(b) 護照  
Passport

簽發國家／地區 Issuing Country / Region	號碼 Number

b. 普通合夥人(非自然) General Partner (Other than Natural Person)

全名 Full Name

中文 Chinese
英文 English

普通合夥人是 —  
General Partner is —

請在適用的空格內加上 ✓ 號 Please tick the relevant box

- ☐ 根據《公司條例》(第 622 章) 或《舊有公司條例》成立為法團的私人股份有限公司  
a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance
- ☐ 註冊非香港公司  
a registered non-Hong Kong company
- ☐ 根據《有限責任合夥條例》(第 37 章) 註冊的有限責任合夥  
a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37)
- ☐ 另一有限合夥基金 (請同時填報第 3 項)  
another limited partnership fund (Please also complete Section 3)
- ☐ 具有法人資格的非香港有限責任合夥  
a non-Hong Kong limited partnership with a legal personality
- ☐ 不具有法人資格的非香港有限責任合夥 (請同時填報第 3 項)  
a non-Hong Kong limited partnership without a legal personality (Please also complete Section 3)

地址  
Address

國家／地區 Country / Region

電郵地址 Email Address

--

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

### 3 獲授權代表的變更 Change of Authorized Representative

#### A. 獲授權代表的停任 Cessation of the Authorized Representative

現時在公司註冊處登記的獲授權代表的全名

Full Name of the Authorized Representative Currently Registered with the Companies Registry

停任日期

Date of Cessation

日 DD

月 MM

年 YYYY

11

#### B. 獲授權代表的委任 Appointment of Authorized Representative

(只適用於普通合夥人是另一有限合夥基金或是不具有法人資格的非香港有限責任合夥)

Only applicable where the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality

委任日期

Date of Appointment

日 DD

月 MM

年 YYYY

(請填報 a 或 b 項 Please complete item a or b)

##### a. 獲授權代表(年滿 18 歲的香港居民)

Authorized Representative (Hong Kong Resident who is at least 18 years old)

全名 Full Name

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

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通訊地址

Correspondence

Address (本處不

接納郵政信箱號碼

Post office box

number is not

acceptable)

香港/HONG KONG

電郵地址 Email Address

香港身分證號碼

Hong Kong Identity Card Number

12

本人同意擔任有限合夥基金的獲授權代表。

I consent to be the authorized representative of the limited partnership fund.

全名 Full Name :

簽署 Signed :

##### b. 獲授權代表(公司/註冊非香港公司)

Authorized Representative (Company/Registered Non-Hong Kong Company)

獲授權代表是—

Authorized Representative is—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐

公司 a company

☐

註冊非香港公司 a registered non-Hong Kong company

全名 Full Name

中文 Chinese

英文 English

13

地址

Address

香港/HONG KONG

電郵地址 Email Address

3 獲授權代表的變更 Change of Authorized Representative (續上頁 cont'd)

B. 獲授權代表的委任 Appointment of Authorized Representative

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

12

我們同意擔任有限合夥基金的獲授權代表。

We consent to be the authorized representative of the limited partnership fund.

簽署 Signed :

全名 Full Name : 身分 Capacity :

4. 投資經理的變更 Change of Investment Manager

A. 投資經理的停任 Cessation of the Investment Manager

現時在公司註冊處登記的投資經理的全名

Full Name of the Investment Manager Currently Registered with the Companies Registry

停任日期

Date of Cessation

日 DD

月 MM

年 YYYY

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B. 投資經理的委任 Appointment of Investment Manager

委任日期

Date of Appointment

日 DD

月 MM

年 YYYY

(請填報 a 或 b 項 Please complete item a or b)

a. 投資經理(年滿 18 歲的香港居民)

Investment Manager (Hong Kong Resident who is at least 18 years old)

全名 Full Name

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

香港身分證號碼

Hong Kong Identity Card Number

b. 投資經理(公司／註冊非香港公司)

Investment Manager (Company/Registered Non-Hong Kong Company)

投資經理是 —

Investment Manager is —

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐ 公司 a company

☐ 註冊非香港公司 a registered non-Hong Kong company

全名 Full Name

中文 Chinese

英文 English

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

5. 負責人的變更 Change of Responsible Person

A. 負責人的停任 Cessation of the Responsible Person

現時在公司註冊處登記的負責人的全名

Full Name of the Responsible Person Currently Registered with the Companies Registry

停任日期

Date of Cessation

日 DD

月 MM

年 YYYY

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B. 負責人的委任 Appointment of Responsible Person

委任日期

Date of Appointment

日 DD

月 MM

年 YYYY

a. 負責人是 —

Responsible Person is —

請在適用的空格內加上 ✓ 號 Please tick the relevant box

☐

認可機構

an authorized institution

☐

持牌法團

a licensed corporation

☐

會計專業人士

an accounting professional

☐

法律專業人士

a legal professional

(請填報 b 或 c 項 Please complete item b or c)

b. 負責人(自然人) Responsible Person (Natural Person)

全名 Full Name

中文姓名 Name in Chinese

英文姓氏 Surname in English

英文名字 Other Names in English

身分證明 Identification

(a) 香港身分證號碼

Hong Kong Identity Card Number

(b) 護照

Passport

簽發國家／地區 Issuing Country／Region

號碼 Number

c. 負責人(非自然人的實體) Responsible Person (Entity other than a natural person)

全名 Full Name

中文 Chinese

英文 English

商業登記號碼 (請填報首 8 位數字)

Business Registration Number (Please provide the first 8 digits)

6

簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

普通合夥人  
General Partner

日期 Date :

日 DD / 月 MM / 年 YYYY

**《有限夥基金條例》(香港法例第 637 章)  
第 23(6) 及 25 條規定交付的**

**有限夥基金普通合夥人、獲授權代表、投資經理及負責人更改通知**

**填表須知 — 表格 LPF4C**

**附註**

**引言**

1. 有限夥基金(「基金」)的普通合夥人、獲授權代表、投資經理或負責人如有任何更改，該基金的普通合夥人必須在更改發生後的 15 日內，將有關更改的通知以本表格送交公司註冊處處長(「處長」)存檔。
2. 請劃一以中文或英文申報各項所需資料。如以中文申報，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按《有限夥基金條例》規定交付處長。

**費用**

5. 本表格必須連同正確的費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限夥基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

6. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人，本表格必須由該人簽署，並填上該人的全名。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，或具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的一名普通合夥人簽署，並填上簽署人的全名及身分。
  - (e) 如該普通合夥人是另一有限夥基金或不具有法人資格的非香港有限責任合夥，本表格必須由根據《有限夥基金條例》第 23 條獲委任為該基金的獲授權代表簽署。
    - (i) 如該獲授權代表是自然人，則由該人簽署，並填上該人的全名及身分。
    - (ii) 如該獲授權代表是公司，則由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
    - (iii) 如該獲授權代表是註冊非香港公司，則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。

### 新普通合夥人的詳情 (第 2B 項)

7. 有限合夥基金必須有一名普通合夥人，普通合夥人必須是—
- (a) 年滿 18 歲的自然人；
  - (b) 根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司；
  - (c) 註冊非香港公司；
  - (d) 根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥；
  - (e) 有限合夥基金；
  - (f) 具有法人資格的非香港有限責任合夥；或
  - (g) 不具有法人資格的非香港有限責任合夥。
8. 請填報屬自然人的普通合夥人的香港身分證號碼。如該人沒有香港身分證，請填報其所持有的任何護照的號碼及簽發國家／地區。
9. 請填報屬非自然人的普通合夥人的地址。
- (a) 如新的普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，請填報其註冊辦事處地址。
  - (b) 如新的普通合夥人是註冊非香港公司，請填報其在香港的主要營業地點地址。
  - (c) 如新的普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，請填報其主要營業地點地址。
  - (d) 如新的普通合夥人是另一有限合夥基金，請填報其註冊辦事處地址。
  - (e) 如新的普通合夥人是具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
  - (f) 如新的普通合夥人是不具有法人資格的非香港有限責任合夥，請填報其主要營業地點地址。
10. 如新的普通合夥人是屬於非香港有限責任合夥並且沒有商業登記證的話，請在此欄填上「無」。

### 獲授權代表的委任 (第 3B 項)

11. 如有限合夥基金的普通合夥人是另一有限合夥基金，或是不具有法人資格的非香港有限責任合夥，該普通合夥人須委任一名人士為基金的獲授權代表，以負責該基金的管理及控制。該獲授權代表必須是—
- (a) 年滿 18 歲的香港居民；
  - (b) 公司；或
  - (c) 註冊非香港公司。
12. 新委任的獲授權代表須同意擔任基金的獲授權代表。
- (a) 如新委任的獲授權代表是公司，必須由該公司的一名董事或公司秘書簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
  - (b) 如新委任的獲授權代表是註冊非香港公司，必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署同意擔任獲授權代表，並填上簽署人的全名及身分。
13. 請填報新委任的獲授權代表的地址。
- (a) 如該獲授權代表是香港居民，請填報其通訊地址，該地址不得為郵政信箱號碼。
  - (b) 如新委任的獲授權代表是公司，請填報其註冊辦事處地址。
  - (c) 如新委任的獲授權代表是註冊非香港公司，請填報其在香港的主要營業地點地址。

#### **投資經理的委任 (第 4B 項)**

14. (a) 基金的普通合夥人須委任一名投資經理，以執行基金的日常投資管理職能。該名投資經理必須是—
- (i) 年滿 18 歲的香港居民；
  - (ii) 公司；或
  - (iii) 註冊非香港公司。
- (b) 如普通合夥人符合上述(a)項作為投資經理的其中一項條件，亦可以同時擔任投資經理。

#### **負責人的委任 (第 5B 項)**

15. (a) 基金的普通合夥人須委任一名負責人，以執行《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 2 所列的措施。該名負責人必須是—
- (i) 認可機構；
  - (ii) 持牌法團；
  - (iii) 會計專業人士；或
  - (iv) 法律專業人士。
- 認可機構(authorized institution)具有《銀行業條例》(第 155 章)第 2(1)條所給予的涵義。持牌法團(licensed corporation)具有《證券及期貨條例》(第 571 章)附表 1 第 1 部第 1 條所給予的涵義。會計專業人士(accounting professional)及法律專業人士(legal professional)具有《打擊洗錢及恐怖分子資金籌集條例》(第 615 章) 附表 1 第 2 部第 1 條所給予的涵義。
- (b) 如普通合夥人符合上述(a)項作為負責人的其中一項條件，亦可以同時擔任負責人。

**NOTIFICATION OF CHANGE OF GENERAL PARTNER, AUTHORIZED REPRESENTATIVE,  
INVESTMENT MANAGER AND RESPONSIBLE PERSON OF LIMITED PARTNERSHIP FUND**

**For the purposes of sections 23(6) and 25 of Limited Partnership Fund Ordinance  
(Cap. 637)**

**Notes for Completion of Form LPF4C**

**Introduction**

1. Where there is change of the general partner, authorized representative, investment manager or responsible person of a limited partnership fund (the fund), the general partner in the fund must file a notification of the change in this form with the Registrar of Companies (the Registrar) within 15 days after the change occurs.
2. Please fill in all particulars and complete all items consistently in either Chinese or English. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance.

**Fee**

5. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

**Signature**

6. This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Limited Partnership Fund Ordinance.
    - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
    - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
    - (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name

and capacity of the signatory stated.

**Details of the new General Partner (Section 2B)**

7. A limited partnership fund must have one general partner. The general partner in the fund must be—
  - (a) a natural person who is at least 18 years old;
  - (b) a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance;
  - (c) a registered non-Hong Kong company;
  - (d) a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37);
  - (e) a limited partnership fund;
  - (f) a non-Hong Kong limited partnership with a legal personality; or
  - (g) a non-Hong Kong limited partnership without a legal personality.
8. Please provide the Hong Kong Identity Card number of the general partner who is a natural person or, if the person does not have an identity card, the number and issuing country/ region of any passport held by the person.
9. Please provide the address of the new general partner (other than natural person).
  - (a) If the new general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, please provide the address of the company's registered office.
  - (b) If the new general partner is a registered non-Hong Kong company, please provide the address of the company's principal place of business in Hong Kong.
  - (c) If the new general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37), please provide the address of the limited partnership's principal place of business.
  - (d) If the new general partner is another limited partnership fund, please provide the address of the fund's registered office.
  - (e) If the new general partner is a non-Hong Kong limited partnership with a legal personality, please provide the address of the limited partnership's principal place of business.
  - (f) If the new general partner is a non-Hong Kong limited partnership without a legal personality, please provide the address of the limited partnership's principal place of business.
10. If the new general partner is a non-Hong Kong limited partnership and has no business registration certificate, please state 'Nil' in the box provided.

**Appointment of Authorized Representative (Section 3B)**

11. If the general partner in the fund is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, the general partner must appoint a person as an authorized representative of the fund to be responsible for the management and control of the fund. The authorized representative must be—
  - (a) a Hong Kong resident who is at least 18 years old;
  - (b) a company; or
  - (c) a registered non-Hong Kong company.
12. The newly appointed authorized representative must consent to be the authorized representative of the fund.
  - (a) If the newly appointed authorized representative is a company, the consent is to be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (b) If the newly appointed authorized representative is a registered non-Hong Kong company, the consent is to be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the registered non-Hong Kong company with the full name and capacity of the signatory stated.

13. Please provide the address of the newly appointed authorized representative of the limited partnership fund.
- (a) If the newly appointed authorized representative is a Hong Kong resident, please provide the correspondence address which must not be a post office box number.
  - (b) If the newly appointed authorized representative is a company, please provide the address of its registered office.
  - (c) If the newly appointed authorized representative is a registered non-Hong Kong company, please provide the address of its principal place of business in Hong Kong.

**Appointment of Investment Manager (Section 4B)**

14. (a) The general partner in the fund must appoint a person as an investment manager to carry out the day-to-day investment management functions of the fund. The investment manager must be—
- (i) a Hong Kong resident who is at least 18 years old;
  - (ii) a company; or
  - (iii) a registered non-Hong Kong company.
- (b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the investment manager.

**Appointment of Responsible Person (Section 5B)**

15. (a) The general partner in the fund must appoint a person as a responsible person to carry out the measures set out in Schedule 2 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615). The responsible person must be—
- (i) an authorized institution;
  - (ii) a licensed corporation;
  - (iii) an accounting professional; or
  - (iv) a legal professional.
- Authorized institution (認可機構) has the meaning given by section 2(1) of the Banking Ordinance (Cap. 155). Licensed corporation (持牌法團) has the meaning given by section 1 of Part 1 of Schedule 1 to the Securities and Futures Ordinance (Cap. 571). Accounting professional (會計專業人士) and legal professional (法律專業人士) have the meanings given by section 1 of Part 2 of Schedule 1 to the Anti-Money Laundering and Counter-Terrorist Financing Ordinance (Cap. 615).
- (b) If the general partner meets one of the conditions as stated in (a) above, the general partner may also be the responsible person.



公司註冊處  
Companies Registry

有限夥基金周年申報表  
Annual Return of  
Limited Partnership Fund

表格  
Form

**LPF5**

編號 Number

--

註 Note

1 有限夥基金名稱 Name of the Limited Partnership Fund

--

2 有限夥基金獲發註冊證書之日的周年日

Anniversary of the date on which the Certificate of Registration is issued to the Limited Partnership Fund

日 DD	月 MM	年 YYYY

3 陳述 Statement

下方簽署人現根據《有限夥基金條例》(第 637 章)第 24(2)(c)條規定作出以下陳述—

The undersigned hereby makes the following statement in accordance with section 24(2)(c) of the Limited Partnership Fund Ordinance (Cap. 637)—

請在適用的空格內加上 ✓ 號 Please tick the relevant box

- (a) ☐ 上述基金在本申報表第 2 項所指明的周年日前 12 個月內的部分或整段期間，有營運或有經營基金的業務。

The above named fund has been in operation, or has carried on business as a fund, for part or the whole of the period during the 12 months before the anniversary specified in Section 2 of this return.

- ☐ 上述基金在本申報表第 2 項所指明的周年日前 12 個月內的整段期間，沒有營運或沒有經營基金的業務。

The above named fund has not been in operation, or has not carried on business as a fund, for the whole period during the 12 months before the anniversary specified in Section 2 of this return.

2

提交人資料 Presenter's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

表格  
Form

LPF5

編號 Number

3 陳述 Statement (續上頁 cont'd)

以及  
AND

請在適用的空格內加上 ✓ 號 Please tick the relevant box

(b) ☐ 下方簽署人評估，上述基金在本申報表第 2 項所指明的周年日後 12 個月內的部分或整段期間，將會營運或將會經營基金的業務。  
The undersigned assesses that the above named fund will be in operation, or will carry on business as a fund, for part or the whole period in the 12 months after the anniversary specified in Section 2 of this return.

☐ 下方簽署人評估，上述基金在本申報表第 2 項所指明的周年日後 12 個月內的整段期間，將不會營運或將不會經營基金的業務。  
The undersigned assesses that the above named fund will not be in operation, or will not carry on business as a fund, for the whole period in the 12 months after the anniversary specified in Section 2 of this return.

6 簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

普通合夥人  
General Partner

日期 Date :

日 DD / 月 MM / 年 YYYY

**《有限合夥基金條例》(香港法例第 637 章)  
第 24 條規定交付的**

**有限合夥基金周年申報表**

**填表須知 — 表格 LPF5**

**附註**

**引言**

1. 有限合夥基金的普通合夥人必須在該基金獲發註冊證明書之日的每個周年日後的 42 日內將一份周年申報表送交公司註冊處處長(「處長」)存檔。
2. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
3. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按《有限合夥基金條例》(第 637 章)(「該條例」)規定交付處長。

**費用**

4. 本表格必須連同正確的註冊費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合夥基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

5. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人，本表格必須由該人簽署，並填上該人的全名。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，或具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的一名普通合夥人簽署，並填上簽署人的全名及身分。
  - (e) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥，本表格必須由根據該條例第 23 條獲委任為該基金的獲授權代表簽署。
    - (i) 如該獲授權代表是自然人，則由該人簽署，並填上該人的全名及身分。
    - (ii) 如該獲授權代表是公司，則由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
    - (iii) 如該獲授權代表是註冊非香港公司，則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。

## **ANNUAL RETURN OF LIMITED PARTNERSHIP FUND**

**For the purposes of section 24 of Limited Partnership Fund Ordinance (Cap. 637)**

### **Notes for Completion of Form LPF5**

#### **Introduction**

1. The general partner in a limited partnership fund must file a return with the Registrar of Companies (the Registrar) within 42 days after each anniversary of the date on which the certificate of registration is issued to the fund.
2. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
3. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance).

#### **Fee**

4. This form must be delivered with the correct registration fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after Registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### **Signature**

5. This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Ordinance.
    - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
    - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
    - (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.



公司註冊處  
Companies Registry

法院命令禁制有限合夥基金  
使用名稱通知書  
Notice of Court Order Restraining  
a Limited Partnership Fund from Use of Name

表格  
Form **LPF6**

編號 Number

--

註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

--

2 法院命令所惠及人士發出的通知

Notice Given by the Person in whose Favour a Court Order was Made

下方簽署人現通知，法院已作出命令，禁制上述基金使用以下名稱或該名稱任何部分—

The undersigned hereby gives notice that an order has been made by a court restraining the above named fund from using the following name or any part of that name —

--

3 隨本表格交付的法院命令的日期  
Date of Court Order Delivered with this Form

日 DD	月 MM	年 YYYY

6 簽署 Signed :

姓名 Name : \_\_\_\_\_ 日期 Date : \_\_\_\_\_  
日 DD / 月 MM / 年 YYYY

3 提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

**《有限合夥基金條例》(香港法例第 637 章)  
第 42(2)條規定交付的**

**法院命令禁制有限合夥基金使用名稱通知書**

**填表須知 — 表格 LPF6**

**附註**

**引言**

1. 根據《有限合夥基金條例》(第 637 章)(「該條例」)第 42(2) 條的規定，在有限合夥基金以某名稱註冊後，如法院作出命令，禁制該基金使用該名稱或該名稱任何部分，而該命令所惠及的人將該命令的正式文本及以本表格發出的通知交付公司註冊處處長(「處長」)，則處長可指示該基金在其發出的書面通知所指明的限期內更改該名稱。
2. 如以中文申報本表格內的資料，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按該條例規定交付處長。

**簽署**

5. 本表格必須由法院命令所惠及的人簽署，如該惠及者並非自然人，則由其獲授權代表簽署。公司註冊處不接納未簽署的表格。

**NOTICE OF COURT ORDER RESTRAINING A LIMITED PARTNERSHIP FUND FROM USE OF NAME**

**For the purposes of section 42(2) of Limited Partnership Fund Ordinance (Cap. 637)**

**Notes for Completion of Form LPF6**

**Introduction**

1. In accordance with section 42(2) of the Limited Partnership Fund Ordinance (Cap. 637) (the Ordinance), after a limited partnership fund is registered by a name, if an office copy of a court order restraining the fund from using the name or any part of the name and a notice of such an order in this form are delivered to the Registrar of Companies (the Registrar) for registration by a person in whose favour the order is made, the Registrar may direct the fund to change its name within the period specified in the written notice issued to the fund.
2. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

**Signature**

5. This form must be signed by the person in whose favour the court order is made, or if the person is not a natural person, its authorised representative. A form which is not properly signed will be rejected by the Companies Registry.



公司註冊處  
Companies Registry

有限合夥基金撤銷註冊申請書  
Application for Deregistration of  
Limited Partnership Fund

表格  
Form **LPF7**

編號 Number

--

註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

--

2 申請人證明書 Certification by Applicant

本申請書的簽署人現申請撤銷上述基金的註冊，並核證上述基金已符合下述所有的申請條件—

The signatory of this application applies for deregistration of the above named fund and certifies that the above named fund has met all the conditions stated below —

- 基金的所有合夥人均同意撤銷註冊；  
all the partners in the fund agree to the deregistration;
- 基金沒有尚未清償的債務；  
the fund has no outstanding liabilities;
- 基金的普通合夥人沒有在任何法律程序中，正在以有關基金的合夥人的身分，就有關基金的事務起訴或被起訴；及  
the general partner in the fund is not suing or being sued as a partner in the fund in respect of the affairs of the fund in any legal proceedings; and
- 基金的資產不包含位於香港的不動產。  
the fund's assets do not consist of any immovable property situate in Hong Kong.

3 隨本申請書交付的文件 Document Delivered with this Application

現隨本申請書交付稅務局局長發出的書面通知，述明稅務局局長並不反對上述基金的註冊撤銷。

The written notice from the Commissioner of Inland Revenue stating that the Commissioner has no objection to the deregistration of the fund is delivered with this application.

簽署 Signed :

姓名 Name :

身分 Capacity :

(如適用 if applicable)

普通合夥人  
General Partner

日期 Date :

日 DD / 月 MM / 年 YYYY

5 提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

**《有限合伙基金條例》香港法例第 637 章  
第 68 條規定交付的**

**有限合伙基金撤銷註冊申請書**

**填表須知 — 表格 LPF7**

**附註**

**引言**

1. 本表格是用以向公司註冊處處長(「處長」)按《有限合伙基金條例》「(該條例)」第 68 條申請撤銷有限合伙基金(「基金」)的註冊。
2. 撤銷註冊的申請須由基金的普通合夥人作出。處長在撤銷有關基金的註冊後，會向普通合夥人發出撤銷註冊通知。
3. 如處長根據該條例第 69(3)條在憲報刊登公告，宣布撤銷有關基金的註冊，則在該公告刊登當日，該基金的註冊即告撤銷，該基金不再是有限合伙基金。如該基金在緊接該日之前仍然存在，則該基金持續以合夥(「持續合夥」)的形式存在，但該條例不再適用於該持續合夥。除非有關持續合夥屬非香港有限責任合夥，否則該持續合夥須視為不屬有限責任合夥的合夥；及有關舊有有限合伙基金的普通合夥人或有限責任合夥人，須視為該持續合夥的合夥人。
4. 如以中文申報本表格內的資料，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
5. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
6. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按該條例規定交付處長。

**費用**

7. 本表格必須連同正確的費用一併交付，否則公司註冊處不會接納。有關所需費用的詳情，請參閱《有限合伙基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用，抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

8. 本表格必須由基金的普通合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如該普通合夥人是自然人，本表格必須由該人簽署，並填上該人的全名。
  - (b) 如該普通合夥人是根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司，本表格必須由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
  - (c) 如該普通合夥人是註冊非香港公司，本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。
  - (d) 如該普通合夥人是根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥，或具有法人資格的非香港有限責任合夥，本表格必須由該有限責任合夥的一名普通合夥人簽署，並填上簽署人的全名及身分。

- (e) 如該普通合夥人是另一有限合夥基金或不具有法人資格的非香港有限責任合夥，本表格必須由根據該條例第 23 條獲委任為該基金的獲授權代表簽署。
- (i) 如該獲授權代表是自然人，則由該人簽署，並填上該人的全名及身分。
- (ii) 如該獲授權代表是公司，則由該公司的一名董事或公司秘書簽署，並填上簽署人的全名及身分。
- (iii) 如該獲授權代表是註冊非香港公司，則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署，並填上簽署人的全名及身分。

#### **申請人證明書 (第 2 項)**

9. 第 2 項所述的債務包括或有負債，例如銀行擔保。

#### **隨本申請書交付的文件 (第 3 項)**

10. 申請人交付本申請書時，必須同時交付稅務局局長發出的通知書正本，述明稅務局局長並不反對有關基金的註冊撤銷。本申請書應在該通知書發出之日起計 3 個月內交付，否則申請可能被延遲處理，甚至不獲受理。

## **APPLICATION FOR DEREGISTRATION OF LIMITED PARTNERSHIP FUND**

**For the purposes of section 68 of Limited Partnership Fund Ordinance (Cap. 637)**

### **Notes for Completion of Form LPF7**

#### **Introduction**

1. This form should be used for applying to the Registrar of Companies (the Registrar) for the deregistration of a limited partnership fund (the fund) under section 68 of the Limited Partnership Fund Ordinance (the Ordinance).
2. This application must be made by the general partner in the fund. On the deregistration of the fund, the Registrar will give notice of the deregistration to the general partner.
3. If the Registrar publishes in the Gazette a notice pursuant to section 69(3) of the Ordinance declaring the fund to be deregistered, the fund is deregistered on the date of publication of the notice and ceases to be a limited partnership fund. If the fund was still in existence immediately before that date, the fund continues in existence in the form of a partnership (continuing partnership) but the Ordinance ceases to apply to the continuing partnership. Unless the continuing partnership is a non-Hong Kong limited partnership, the continuing partnership is to be regarded as a partnership that is not a limited partnership; and the general partner or a limited partner in the former limited partnership fund is to be regarded as a partner in the continuing partnership.
4. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
5. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
6. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

#### **Fee**

7. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### **Signature**

8. This form must be signed by the general partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the general partner is a natural person, this form must be signed by that person with the full name of that person stated.
  - (b) If the general partner is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the general partner is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the general partner is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.

- (e) If the general partner is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Ordinance.
  - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
  - (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.

**Certification by Applicant (Section 2)**

- 9. Outstanding liabilities mentioned in Section 2 include contingent liabilities such as a bank guarantee.

**Document Delivered with this Application (Section 3)**

- 10. The original written notice from the Commissioner of Inland Revenue stating that the Commissioner has no objection to the deregistration of the fund must be delivered together with this application. This application should be delivered within 3 months from the date of such notice. Failure to do so may result in the application being delayed or even rejected.



公司註冊處  
Companies Registry

# 有限合夥基金解散通知 Notification of Dissolution of Limited Partnership Fund

表格  
Form **LPF8**

編號 Number

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註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

--

2 解散日期 Date of Dissolution

日 DD	月 MM	年 YYYY
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3 解散通知 Notice of Dissolution

請在適用的空格內加上 ✓ 號 Please tick the relevant box

A. 按照上述基金的有限合夥協議

In Accordance with the Limited Partnership Agreement of the Above Named Fund

- ☐ 基金已按照其有限合夥協議解散。  
the fund was dissolved in accordance with the limited partnership agreement of the fund.
- ☐ 基金已藉其合夥人按照有限合夥協議通過的決議而解散。該決議的文本已隨本通知交付。  
the fund was dissolved by a resolution of the partners in the fund in accordance with the limited partnership agreement. A copy of the resolution is delivered with this notification.

B. 其他情況—

Other Circumstances—

- ☐ 上述基金的 \*普通合夥人／獲授權代表 已經 \*破產／解散／死亡，並且在該情況發生的日期後的 30 日期間內，沒有另一人替代該 \*普通合夥人／獲授權代表。  
The \*general partner in the fund／authorized representative of the fund was \*bankrupt／dissolved／dead and was not replaced within a period of 30 days after the date on which the circumstance arose.

\*請刪去不適用者 Delete whichever does not apply

9 提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

表格  
Form

LPF8

編號 Number

--

3 解散通知 Notice of Dissolution (續上頁 cont'd)

B. 其他情況—  
Other Circumstances—

- ☐ 法庭根據《公司(清盤及雜項條文)條例》(第 32 章)就基金的 \*普通合夥人／獲授權代表 作出清盤令，並且在該情況發生的日期後的 30 日期間內，沒有另一人替代該 \*普通合夥人／獲授權代表。  
A winding-up order was made by the Court under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap.32) in respect of the \*general partner in the fund /authorized representative of the fund and that person was not replaced within a period of 30 days after the date on which the circumstance arose.
- ☐ 有根據香港以外任何司法管轄區的法律就基金的 \*普通合夥人／獲授權代表 作出的清盤令或相類的命令，並且在該情況發生的日期後的 30 日期間內，沒有另一人替代該 \*普通合夥人／獲授權代表。  
A winding-up order or a similar order is made under the laws of a jurisdiction outside Hong Kong in respect of the \*general partner in the fund/authorized representative of the fund and that person was not replaced within a period of 30 days after the date on which the circumstance arose.
- ☐ 上述基金的普通合夥人已不再是基金的普通合夥人，並且在該情況發生的日期後的 30 日期間內，沒有另一人替代。  
The general partner in the fund ceased to be such and was not replaced within a period of 30 days after the date on which the circumstance arose.
- ☐ 上述基金的獲授權代表已不再是基金的獲授權代表，並且在該情況發生的日期後的 30 日期間內，沒有另一人替代。  
The authorized representative of the fund ceased to be such and was not replaced within a period of 30 days after the date on which the circumstance arose.

\*請刪去不適用者 Delete whichever does not apply

6 簽署 Signed :

姓名 Name :

身分 Capacity : \_\_\_\_\_ 日期 Date : \_\_\_\_\_  
日 DD / 月 MM / 年 YYYY

**《有限合夥基金條例》(香港法例第 637 章)  
第 70(6)條規定交付的**

**有限合夥基金解散通知**

**填表須知 — 表格 LPF8**

**附註**

**引言**

1. 有限合夥基金(「基金」)的普通合夥人或(如適用)其獲授權代表,須在基金解散後的 15 日內將解散通知以本表格送交公司註冊處處長(「處長」)存檔。如基金解散時,既無普通合夥人亦無獲授權代表,則基金的有限責任合夥人須在基金解散後的 15 日內確保解散通知會以本表格送交處長存檔。
2. 如以中文申報本表格內的資料,請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意,否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」,或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話,則該表格須視為未曾按《有限合夥基金條例》(「該條例」)規定交付處長。

**費用**

5. 本表格必須連同正確的費用一併交付,否則公司註冊處不會接納。有關所需費用的詳情,請參閱《有限合夥基金註冊後須向公司註冊處交付文件的責任》資料小冊子。如以港幣劃線支票繳付費用,抬頭請註明「公司註冊處」。請勿郵寄現金。

**簽署**

6. 本表格必須由基金的普通合夥人簽署。如基金既無普通合夥人亦無獲授權代表,本表格必須由基金的一名有限責任合夥人簽署。公司註冊處不接納未簽妥的表格。
  - (a) 如解散通知是由屬自然人的普通合夥人作出,本表格必須由該人簽署並填上該人的全名及身分。
  - (b) 如解散通知是由屬根據《公司條例》(第 622 章)或《舊有公司條例》成立為法團的私人股份有限公司的普通合夥人作出,本表格必須由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
  - (c) 如解散通知是由屬註冊非香港公司的普通合夥人作出,本表格必須由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署,並填上簽署人的全名及身分。
  - (d) 如解散通知是由屬根據《有限責任合夥條例》(第 37 章)註冊的有限責任合夥,或具有法人資格的非香港有限責任合夥的普通合夥人作出,本表格必須由該有限責任合夥的一名普通合夥人簽署,並填上簽署人的全名及身分。
  - (e) 如解散通知是由屬另一有限合夥基金或不具有法人資格的非香港有限責任合夥的普通合夥人作出,本表格必須由根據該條例第 23 條獲委任為該基金的獲授權代表簽署。
    - (i) 如該獲授權代表是自然人,則由該人簽署,並填上該人的全名及身分。
    - (ii) 如該獲授權代表是公司,則由該公司的一名董事或公司秘書簽署,並填上簽署人的全名及身分。
    - (iii) 如該獲授權代表是註冊非香港公司,則由該公司的一名董事、公司秘書、經理或獲授權代表(《公司條例》(第 622 章)第 774(1)條所界定者)簽署,並填上簽署人的全名及身分。

- (f) 如解散通知是由屬自然人的有限責任合夥人作出，本表格必須由該人簽署，並填上該人的全名及身分。
- (g) 如解散通知是由屬非自然人的有限責任合夥人作出，本表格必須由一名可代表該有限責任合夥人的人士簽署，並填上簽署人的全名及身分。

**解散日期 (第 2 項)**

- 7. 如基金是藉本表格第 3B 項提述的情況而解散，則基金在有關情況發生的日期後的 30 日屆滿時即告解散。

## **NOTIFICATION OF DISSOLUTION OF LIMITED PARTNERSHIP FUND**

**For the purposes of section 70(6) of Limited Partnership Fund Ordinance (Cap. 637)**

### **Notes for Completion of Form LPF8**

#### **Introduction**

1. The general partner in, or (if applicable) the authorized representative of, a limited partnership fund (the fund) must file a notification of dissolution in this form with the Registrar of Companies (the Registrar) within 15 days after the fund is dissolved under the circumstances stated in Section 3 of this form. If the fund has neither a general partner nor an authorized representative when it was dissolved, each limited partner in the fund must ensure the filing of the notification of dissolution in this form with the Registrar within 15 days after the fund was so dissolved.
2. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presentor's Reference. Unless the presentor needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Limited Partnership Fund Ordinance (the Ordinance).

#### **Fee**

5. This form must be delivered with the correct fee. A form which is not delivered with the correct fee will be rejected by the Companies Registry. Please refer to the information pamphlet on 'Filing Obligations of a Limited Partnership Fund after registration' for the fee payable. If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to 'Companies Registry'. Please do not send cash.

#### **Signature**

6. This form must be signed by the general partner of the fund. If the fund has neither a general partner nor an authorized representative, this form must be signed by a limited partner of the fund. A form which is not properly signed will be rejected by the Companies Registry.
  - (a) If the notice of dissolution is filed by the general partner who is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
  - (b) If the notice of dissolution is filed by the general partner which is a private company limited by shares incorporated under the Companies Ordinance (Cap. 622) or a former Companies Ordinance, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
  - (c) If the notice of dissolution is filed by the general partner which is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
  - (d) If the notice of dissolution is filed by the general partner which is a limited partnership registered under the Limited Partnerships Ordinance (Cap. 37) or a non-Hong Kong limited partnership with a legal personality, this form must be signed by a general partner in the limited partnership with the full name and capacity of the signatory stated.
  - (e) If the notice of dissolution is filed by the general partner which is another limited partnership fund or a non-Hong Kong limited partnership without a legal personality, this form must be signed by the authorized representative appointed under section 23 of the Ordinance.
    - (i) If the authorized representative is a natural person, this form must be signed by that person with the full name and capacity of that person stated.

- (ii) If the authorized representative is a company, this form must be signed by a director or company secretary of the company with the full name and capacity of the signatory stated.
- (iii) If the authorized representative is a registered non-Hong Kong company, this form must be signed by a director, company secretary, manager, or authorized representative (as defined by section 774(1) of the Companies Ordinance (Cap. 622)) of the company with the full name and capacity of the signatory stated.
- (f) If the notice of dissolution is filed by a limited partner who is a natural person, this form must be signed by that person with the full name and capacity of that person stated.
- (g) If the notice of dissolution is filed by a limited partner which is not a natural person, this form must be signed by a person representing the limited partner with the full name and capacity of the signatory stated.

**Date of Dissolution (Section 2)**

7. If the fund is dissolved under the circumstances stated in Section 3B of this form, the fund is dissolved on the expiry of a period of 30 days after the date on which the circumstance arises.



公司註冊處  
Companies Registry

有限合夥基金獲授權代表辭任通知  
Notification of Resignation of  
Authorized Representative of  
Limited Partnership Fund

表格  
Form **LPF9**

編號 Number

--

註 Note

1 有限合夥基金名稱 Name of the Limited Partnership Fund

--

2 獲授權代表的辭任 Resignation of Authorized Representative

辭任的獲授權代表現時在公司註冊處登記的全名

Full Name of the Resigning Authorized Representative Currently Registered with the Companies Registry

--

上述獲授權代表的辭任日期

Date of Resignation of the Above Named Authorized Representative

--	--	--

日 DD

月 MM

年 YYYY

5 簽署 Signed :

姓名 Name : \_\_\_\_\_ 日期 Date : \_\_\_\_\_

辭任的獲授權代表  
Resigning Authorized Representative

日 DD / 月 MM / 年 YYYY

3 提交人資料 Presentor's Reference

姓名／名稱 Name:

地址 Address:

電話 Tel:

傳真 Fax:

電郵 Email:

檔號 Reference:

請勿填寫本欄 For Official Use

**《有限合夥基金條例》(香港法例第 637 章)  
第 23(10)條規定交付的**

**有限合夥基金獲授權代表辭任通知**

**填表須知 — 表格 LPF9**

**附註**

**引言**

1. 在不影響有限合夥基金的普通合夥人須就有關基金的獲授權代表的更改以表格 LPF4C 送交公司註冊處處長(「處長」)存檔的規定下，辭任作為基金的獲授權代表的人士必須根據《有限合夥基金條例》(「該條例」)第 23(10)條將其辭任通知以本表格送交處長存檔。
2. 如以中文申報本表格內的資料，請用繁體字。以手寫方式填寫的表格或不會被公司註冊處接納。
3. 請提供提交人資料。除非有特別事項需要公司註冊處注意，否則無須另加附函。
4. 你可郵寄本表格到「香港金鐘道 66 號金鐘道政府合署 14 樓公司註冊處」，或親身到上址交付。如以郵寄方式交付表格而處長並沒有收到該表格的話，則該表格須視為未曾按該條例規定交付處長。

**簽署**

5. 本表格必須由辭任的獲授權代表簽署。公司註冊處不接納未簽妥的表格。

**NOTIFICATION OF RESIGNATION OF AUTHORIZED REPRESENTATIVE  
OF LIMITED PARTNERSHIP FUND**

**For the purposes of section 23(10) of Limited Partnership Fund Ordinance (Cap. 637)**

**Notes for Completion of Form LPF9**

**Introduction**

1. Without affecting the requirement on the filing of notification in Form LPF4C with the Registrar of Companies (the Registrar) by the general partner in the limited partnership fund for changes relating to the authorized representative, the resigning authorized representative must file a notice of the resignation in this form with the Registrar in accordance with section 23(10) of the Limited Partnership Fund Ordinance (the Ordinance).
2. Traditional Chinese characters should be used if the form is completed in Chinese. Please note that handwritten forms may be rejected by the Companies Registry.
3. Please complete the Presenter's Reference. Unless the presenter needs to raise a specific issue for the attention of the Companies Registry, no covering letter is required.
4. This form can be delivered by post or in person to "The Companies Registry, 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong". If the form is delivered by post but the Registrar has not received it, the form is taken as not having been delivered to the Registrar as required by the Ordinance.

**Signature**

5. This form must be signed by the resigning authorized representative. A form which is not properly signed will be rejected by the Companies Registry.